

Hà Nội, ngày 28 tháng 05 năm 2025
Hanoi, May 28, 2025

THÔNG BÁO MỜI HỌP/ INVITATION LETTER
ĐẠI HỘI ĐỒNG CỔ ĐÔNG THƯỜNG NIÊN NĂM 2025
2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS

Kính gửi: Quý cổ đông Công ty cổ phần Đầu tư Nhà Đất Việt
To: Shareholders of Viet Property Investment Joint Stock Company

Hội đồng quản trị Công ty cổ phần Đầu tư Nhà Đất Việt (VPro) - MSDN: 0102380872 - Địa chỉ trụ sở chính tại số 2A, phố Đỗ Quang, phường Trung Hòa, quận Cầu Giấy, TP. Hà Nội/địa điểm kinh doanh tại Khu dịch vụ tầng 6, toà nhà Golden Palm, 21 Lê Văn Lương, Phường Nhân Chính, Quận Thanh Xuân, TP. Hà Nội, Việt Nam trân trọng kính mời Quý cổ đông tham dự cuộc họp Đại hội đồng cổ đông thường niên năm 2025 của Công ty như sau:

The Board of Directors of Viet Property Investment Joint Stock Company (VPro) - Business registration number: 0102380872 - Head office address at No. 2A, Do Quang Street, Trung Hoa Ward, Cau Giay District, Hanoi City/Business location at Service Area, 6th floor, Golden Palm Building, 21 Le Van Luong, Nhan Chinh Ward, Thanh Xuan District, Hanoi City, Vietnam respectfully invites shareholders to attend the Company's 2025 Annual General Meeting of Shareholders as follows:

1. Thời gian/Time: 07h30' ngày 28/06/2025 (Lần thứ nhất)

07:30, June 28, 2025 (The First meeting)

Đại hội đồng cổ đông lần thứ hai: 07h30' ngày 29/06/2025 (Nếu lần thứ nhất không đủ điều kiện tiến hành)

2nd meeting: 07:30, June 29, 2025 (If the first meeting fails to meet quorum)

Đại hội đồng cổ đông lần thứ ba: 07h30' ngày 30/06/2025 (Nếu lần thứ hai không đủ điều kiện tiến hành)

3rd meeting: 07:30, June 30, 2025 (If the second meeting fails to meet quorum)

2. Thành phần tham dự/ Participants: Tất cả cổ đông có quyền tham dự họp ĐHĐCĐ thường niên 2025 theo danh sách tổng hợp người sở hữu chứng khoán do Tổng công ty Lưu ký và Bù trừ chứng khoán Việt Nam ("VSDC") lập số VNMEETVSDP000356/VSDPVLXX ngày 26/05/2025, với ngày đăng ký cuối cùng: 22/05/2025

All shareholders are entitled to attend the 2025 Annual General Meeting of Shareholders according to the list of securities holders consolidated by the Vietnam Securities Depository and Clearing Corporation ("VSDC") under No. VNMEETVSDP000356/VSDPVLXX dated May 26, 2025, with the record date being May 22, 2025.

3. Địa điểm: Hội trường tầng 3, tòa nhà 25T2, phố Nguyễn Thị Thập, phường Trung Hòa, quận Cầu Giấy, TP. Hà Nội.

Venue: Conference Hall, 3rd Floor, Building 25T2, Nguyen Thi Dinh Street, Trung Hoa Ward, Cau Giay District, Hanoi.

4. Nội dung/ Content:

Các nội dung theo thẩm quyền của Đại hội đồng cổ đông (ĐHĐCĐ) thường niên năm 2025 và các nội dung khác thuộc thẩm quyền của ĐHĐCĐ theo quy định.

Contents under the authority of the 2025 Annual General Meeting of Shareholders (AGM) and other contents under the authority of the AGM as prescribed.

5. Chương trình và Tài liệu Đại hội/ Agenda and Documents of the General Meeting:

Chương trình và tài liệu họp ĐHĐCĐ được đăng tải trên website của Công ty: <https://vpr.vn>.

The agenda and documents of the AGM are posted on the Company's website: <https://vpr.vn>.

6. Điều kiện tham dự Đại hội/ Conditions for attending the General Meeting:



- Các cổ đông có tên trong Danh sách tổng hợp người sở hữu chứng khoán do VSDC lập số VNMEETVSDP000356/VSDPVLXX ngày 26/05/2025, với ngày đăng ký cuối cùng: 22/05/2025.

Shareholders whose names appear on the list of securities holders consolidated by the Vietnam Securities Depository and Clearing Corporation (VSDC) under No. VNMEETVSDP000356/VSDPVLXX dated May 26, 2025, with the record date being May 22, 2025.

- Để công tác tổ chức Đại hội được chu đáo, cổ đông trực tiếp tham dự hoặc có thể ủy quyền cho người đại diện hoặc ủy quyền cho thành viên HĐQT/Ban Điều hành Công ty (theo mẫu gửi kèm), đề nghị Quý Cổ đông vui lòng xác nhận và gửi về địa điểm kinh doanh của Công ty (Khu dịch vụ tầng 6, toà nhà Golden Palm, 21 Lê Văn Lương, phường Nhân Chính, Quận Thanh Xuân, TP. Hà Nội, Việt Nam) trước 14h ngày 27/06/2025.

To organize the Congress carefully, shareholders can attend in person or authorize a representative or a member of the Board of Directors/Executive Board of the Company (according to the attached form). Shareholders are requested to confirm and send it to the Company's business location (Service Area, 6th floor, Golden Palm Building, 21 Le Van Luong, Nhan Chinh Ward, Thanh Xuan District, Hanoi City, Vietnam) before 2:00 p.m. on June 27, 2025.

- Tham dự đại hội, Quý cổ đông cá nhân, người đại diện theo pháp luật của cổ đông tổ chức trực tiếp tham dự hoặc người được ủy quyền vui lòng xuất trình Thư mời, Chứng minh nhân dân/Căn cước công dân/Hộ chiếu và Giấy ủy quyền bản gốc (nếu là người được ủy quyền). Đối với cổ đông là tổ chức, xuất trình bản sao có chứng thực giấy tờ pháp lý của tổ chức (Giấy chứng nhận Đăng ký doanh nghiệp/Quyết định thành lập).

To attend the Congress, individual shareholders, legal representatives of institutional shareholders who directly attend or authorized persons are requested to present the Invitation Letter, Identity Card/Citizen Identification Card/Passport and original Power of Attorney (if authorized). For institutional shareholders, present a certified copy of the organization's legal documents (Business Registration Certificate/Establishment Decision).

- Thông tin chi tiết liên hệ: Bà Phạm Thị Thoa – Thư ký Công ty - SĐT: 024.37856969/Hotline: 0971053565
- Email: nhadatviet.pvl@gmail.com

For more information, please contact: Ms. Pham Thi Thoa - Company Secretary - Phone: 024.37856969/Hotline: 0971053565 - Email: nhadatviet.pvl@gmail.com

Lưu ý: Chi phí ăn ở, đi lại và các chi phí khác do cổ đông tự chi trả.

Note: Accommodation, travel and other expenses are paid by shareholders.

Trân trọng thông báo!

Sincerely announce!

T/M. HỘI ĐỒNG QUẢN TRỊ
ON BEHALF OF THE BOARD OF DIRECTORS
CHỦ TỊCH/ CHAIRMAN



BÙI QUANG MINH



CỘNG HÒA XÃ HỘI CHỦ NGHĨA VIỆT NAM
Độc lập - Tự do - Hạnh phúc
THE SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness

....., ngày..... tháng..... năm 2025
....., 2025



GIẤY XÁC NHẬN THAM DỰ/ ỦY QUYỀN THAM DỰ
CONFIRMATION OF ATTENDANCE / PROXY AUTHORIZATION

Kính gửi: Ban Tổ chức Đại hội đồng cổ đông thường niên năm 2025

Công ty cổ phần Đầu tư Nhà Đất Việt

Co-Organizing Committee of the 2025 Annual General Meeting of Shareholders of Viet Property Investment Joint Stock Company

Tên cổ đông/ Shareholder's name:

Mã số cổ đông/ Shareholder code:

Số cổ phiếu sở hữu (tại ngày đăng ký cuối cùng: 22/05/2025)/ Number of shares held (as of the record date May 22, 2025):

CCCD/CMND/ Hộ chiếu/GCNDKDN số/ ID/Passport/Business Registration Certificate No:

ngày cấp/ Issued on tại/ at

Tổng số cổ phần biểu quyết/ Total voting shares:

(Bằng chữ/ In words:

1. Xác nhận tham dự Đại hội đồng cổ đông thường niên năm 2025:

Confirmation of attendance at the 2025 Annual General Meeting of Shareholders: ☐

2. Hoặc ủy quyền cho/ Or authorize for: ☐

2.1. Tên cá nhân/tổ chức/Name of individual/organization:

CCCD/CMND/ Hộ chiếu/GCNDKDN số/ ID/Passport/Business Registration Certificate No:

ngày cấp/ Issued on tại/ at

Địa chỉ/ Address:

Điện thoại/Phone number:

Số cổ phần nhận ủy quyền/Number of shares authorized:

(Bằng chữ/ In word:

2.2. Trong trường hợp cổ đông không tham dự và không có người nhận ủy quyền khác tham dự Đại hội đồng cổ đông thường niên năm 2025, Cổ đông có thể ủy quyền cho thành viên Hội đồng quản trị ("HDQT")/Ban Điều hành của Công ty dưới đây: (Đánh dấu "X" hoặc "√" vào một trong các ô sau).

In case the shareholder does not attend and does not authorize another person to attend the 2025 Annual General Meeting of Shareholders, the shareholder may authorize one of the following members of the Board of Directors ("BOD")/Executive Board of the Company to attend on their behalf. (Please mark "X" or "√" in one of the following boxes)

☐ Ông Bùi Quang Minh/ Mr. Bui Quang Minh - Chủ tịch HDQT/ Chairman of the BOD

☐ Ông Phùng Việt Quyền/ Mr. Phung Viet Quyen - Tổng Giám đốc/ General Director

NỘI DUNG ỦY QUYỀN/ CONTENT OF AUTHORIZATION:

Bên nhận ủy quyền được đại diện cho Bên ủy quyền thực hiện việc tham dự và biểu quyết tại Đại hội đồng cổ đông thường niên năm 2025 của Công ty cổ phần Đầu tư Nhà Đất Việt ("Công ty").

The Authorized Person is hereby authorized to represent the Authorizing Party to attend and vote at the 2025 Annual General Meeting of Shareholders of Viet Property Investment Joint Stock Company ("the Company").

Việc Ủy quyền này chỉ có hiệu lực trong thời gian tổ chức Đại hội đồng cổ đông thường niên năm 2025 của Công ty.

This authorization is valid only for the duration of the 2025 Annual General Meeting of Shareholders of the Company.

Chúng tôi hoàn toàn chịu trách nhiệm về việc ủy quyền này và cam kết tuân thủ nghiêm chỉnh các quy định hiện hành của pháp luật và Điều lệ tổ chức và hoạt động của Công ty, đồng thời cam kết không có bất kỳ khiếu kiện, khiếu nại gì đối với Công ty.



We take full responsibility for this authorization and hereby undertake to strictly comply with all applicable laws and the Charter of the Company. We also commit not to make any complaints or claims against the Company in relation to this authorization.

Bên nhận ủy quyền

Authorized party

(Ký và ghi rõ họ tên, đóng dấu nếu có)

(Signature, full name, and seal if any)

Cổ đông/ Bên ủy quyền

Shareholder/Authorizing Party

(Ký và ghi rõ họ tên, đóng dấu nếu có)

(Signature, full name, and seal if any)

Ghi chú/ Note:

- Nếu cổ đông ủy quyền cho thành viên HĐQT/Ban Điều hành, vui lòng gửi Giấy ủy quyền (bản gốc) về địa điểm kinh doanh của Công ty (Khu dịch vụ tầng 6, toà nhà Golden Palm, 21 Lê Văn Lương, Phường Nhân Chính, Quận Thanh Xuân, Thành phố Hà Nội, Việt Nam)/ If a shareholder authorizes a member of the Board of Directors or the Executive Board, please send the original Power of Attorney to the Company's business address (Service Area, 6th Floor, Golden Palm Building, 21 Le Van Luong Street, Nhan Chinh Ward, Thanh Xuan District, Hanoi City, Vietnam).

- Người nhận ủy quyền không được ủy quyền lại cho người khác dự họp/ The authorized person is not permitted to delegate the authorization to another individual for attending the meeting.

- Trường hợp cổ đông trực tiếp tham dự mà không ủy quyền thì chỉ xác nhận mục 1/In case the shareholder attends the meeting in person without authorization, only item 1 will be confirmed.

- Trong trường hợp cổ đông có thay đổi thông tin đăng ký người sở hữu chứng khoán mà chưa thực hiện thay đổi thì cần có các hình thức xác nhận đảm bảo theo quy định của pháp luật/ If the shareholder has changes in the registered information of the securities owner but has not yet updated the registration, the shareholder must provide confirmation forms in accordance with legal regulations.





CHƯƠNG TRÌNH CUỘC HỌP
ĐẠI HỘI ĐỒNG CỔ ĐÔNG THƯỜNG NIÊN NĂM 2025
MEETING AGENDA
ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025

- Thời gian: 07h30 ngày 28 tháng 06 năm 2025 (Lần thứ nhất)
Time: 07:30, June 28, 2025 (The First meeting)
Đại hội đồng cổ đông lần thứ hai: 07h30' ngày 29/06/2025 (Nếu lần thứ nhất không đủ điều kiện tiến hành)
2nd meeting: 07:30, June 29, 2025 (If the first meeting fails to meet quorum)
Đại hội đồng cổ đông lần thứ ba: 07h30' ngày 30/06/2025 (Nếu lần thứ hai không đủ điều kiện tiến hành)
3rd meeting: 07:30, June 30, 2025 (If the second meeting fails to meet quorum)
- Địa điểm: Hội trường Tầng 3, toà nhà 25T2, phố Nguyễn Thị Thập, phường Trung Hoà, quận Cầu Giấy, TP. Hà Nội
Venue: Conference Hall, 3rd Floor, Building 25T2, Nguyen Thi Dinh Street, Trung Hoa Ward, Cau Giay District, Hanoi

| STT/ No | Thời gian/ Time | Nội dung/ Content | Chủ trì/ Host |
|------------|--------------------|---|---|
| 1 | 7:00 - 7:30 | Đón tiếp và đăng ký đại biểu dự họp/ Welcome and registration of delegates | Ban TC/ Organizing Committee |
| 2 | 7:30 - 7:40 | Giới thiệu Ban Kiểm tra tư cách cổ đông/ Introducing the Shareholder Qualification Inspection Committee | Ban TC/ Organizing Committee |
| | | Ban Kiểm tra tư cách cổ đông báo cáo kết quả kiểm tra/ The Shareholder Qualification Inspection Committee reports the inspection results. | Trưởng Ban kiểm tra tư cách cổ đông/ Head of Shareholder Qualification Inspection |
| 3 | 7:40 - 7:50 | Khai mạc ĐH/Opening the General Meeting; Giới thiệu và thông qua Đoàn chủ tịch/ Introduction and approval of the Presidium. | Ban TC/ Organizing Committee |
| 4 | 7:50 - 8:00 | Giới thiệu Ban Thư ký; Đề cử và thông qua Ban kiểm phiếu/ Introduction of the Secretariat; Nomination and approval of the Vote Counting Committee. | Đoàn Chủ tịch/ Presidium |
| 5 | 8:00 - 8:20 | 1. Thông qua Quy chế làm việc và biểu quyết của ĐHĐCĐ/ Approval Regulations on Organizing and Voting the 2025 Annual General Shareholders' Meeting; 2. Thông qua Chương trình cuộc họp ĐHĐCĐ/ Approval The Agenda of the General Meeting of Shareholders. | Đoàn Chủ tịch/ Presidium |
| 6 | 8:20 - 9:00 | Trình bày nội dung các báo cáo và tờ trình/ Presentation of reports and presentations: | Đoàn Chủ tịch/ Presidium |
| 6.1 | | Báo cáo của Hội đồng quản trị về quản trị và kết quả hoạt động của Hội đồng quản trị và từng thành viên Hội đồng quản trị năm 2024 và kế hoạch năm 2025/ Report of the Board of Directors ("BOD") on the management and performance of the BOD and each member of the BOD in 2024 and the plan for 2025 | |
| 6.2 | | Tờ trình của Ban Tổng giám đốc về kế hoạch kinh doanh năm 2025/ Proposal of the Executive Board on the 2025 Business Plan | |
| 6.3 | | Báo cáo hoạt động của Ban kiểm soát năm 2024/ Supervisory Board's Report on Activities for the Year 2024 | |
| 6.4 | | Tờ trình thông qua Báo cáo tài chính năm 2024 đã được kiểm toán/ Proposal on approval of Audited Financial Statements for 2024 | |



| STT/ No | Thời gian/ Time | Nội dung/ Content | Chủ trì/ Host |
|------------|--------------------|---|---|
| 6.5 | | Tờ trình về việc lựa chọn đơn vị kiểm toán Báo cáo tài chính năm 2025/ <i>Proposal on the Selection of the Auditing Firm in 2025.</i> | |
| 6.6 | | Tờ trình thông qua mức cổ tức đối với mỗi cổ phần của từng loại năm 2024 và kế hoạch năm 2025/ <i>Proposal on the approval of dividend rates per share for each share class in 2024 and the dividend plan for 2025</i> | |
| 6.7 | | Tờ trình về việc quyết toán thù lao của HĐQT, BKS năm 2024; Dự kiến thù lao của HĐQT, BKS năm 2025/ <i>Proposal on the remuneration finalization for the Board of Directors and the Supervisory Board in 2024; The proposed remuneration plan for 2025.</i> | |
| 6.8 | | Tờ trình về việc thay đổi địa chỉ trụ sở chính của Công ty/ <i>Proposal on the change of the Company's head office address</i> | |
| 6.9 | | Tờ trình về việc sửa đổi Điều lệ tổ chức và hoạt động của Công ty/ <i>Proposal on the amendment of the Company's Charter of Organization and Operation</i> | |
| 6.10 | | Các nội dung khác theo thẩm quyền Đại hội đồng cổ đông (nếu có)/ <i>Other contents under the authority of the General Meeting of Shareholders (if any)</i> | |
| 7 | 9:00 - 9:15 | Thảo luận (tối đa 15 phút)/ <i>Discussion (maximum 15 minutes)</i> | |
| 8 | 9:15 - 9:35 | Biểu quyết thông qua các nội dung chương trình/ <i>Vote to approve the program contents</i> | Ban Kiểm phiếu/ <i>Counting Committee</i> |
| 9 | 9:35 - 10:15 | Nghỉ giải lao/ <i>Take a break</i> | |
| 10 | 10:15 - 10:30 | Công bố kết quả kiểm phiếu biểu quyết/ <i>Announcement of voting results</i> | Ban Kiểm phiếu/ <i>Counting Committee</i> |
| 11 | 10:30 - 10:45 | Đọc Biên bản họp và dự thảo Nghị quyết Đại hội/ <i>Read the meeting minutes and draft Resolution of the Congress.</i> | Ban thư ký/ <i>Secretariat</i> |
| 12 | 11:45- 11:00 | Biểu quyết thông qua Nghị quyết Đại hội và Bế mạc Đại hội/ <i>Vote to pass the Congress Resolution and Close the Congress.</i> | Đoàn Chủ tịch/ <i>Presidium</i> |



Hà Nội, ngày tháng năm 2025
Hanoi, 2025

(Dự thảo/ Draft)

QUY CHẾ LÀM VIỆC VÀ BIỂU QUYẾT CỦA
ĐẠI HỘI ĐỒNG CỔ ĐÔNG THƯỜNG NIÊN NĂM 2025
REGULATIONS ON ORGANIZING AND VOTING THE 2025 ANNUAL GENERAL
SHAREHOLDERS' MEETING

Căn cứ/ Pursuant to:

- *Luật Doanh nghiệp số 59/2020/QH14 được Quốc hội thông qua ngày 17/06/2020 và các văn bản hướng dẫn thi hành, văn bản sửa đổi, bổ sung;*
The Law on Enterprise No. 59/2020/QH14 dated June 17, 2020 of the National Assembly of the Socialist Republic of Vietnam and its implementing documents, amendments and supplements;
- *Luật Chứng khoán số 54/2019/QH14 được Quốc hội thông qua ngày 26/11/2019 và các văn bản hướng dẫn thi hành, văn bản sửa đổi, bổ sung;*
The Law on Securities No. 54/2019/QH14 dated November 26, 2019 of the National Assembly of the Socialist Republic of Vietnam and its implementing documents, amendments and supplements;
- *Điều lệ tổ chức và hoạt động của Công ty cổ phần Đầu tư Nhà Đất Việt được Đại hội đồng cổ đông thông qua sửa đổi và cập nhật theo Nghị quyết số 01/2024/NQ-ĐHĐCD-VPRO ngày 29/06/2024 và được HĐQT Công ty ban hành theo Nghị quyết HĐQT số 20/NQ-HĐQT ngày 12/07/2024.*
The Charter of organization and operation of Viet Property Investment Joint Stock Company was approved by the General Meeting of Shareholders, amended and updated according to Resolution No. 01/2024/NQ-ĐHĐCD-VPRO dated June 29, 2024 and issued by the Board of Directors of the Company according to Resolution No. 20/NQ-HĐQT dated July 12, 2024.

Để Đại hội đồng cổ đông thường niên năm 2025 của Công ty cổ phần Đầu tư Nhà Đất Việt diễn ra thành công tốt đẹp, Ban tổ chức ĐHĐCD thường niên năm 2025 đã xây dựng Quy chế làm việc và biểu quyết trong ĐHĐCD như sau:

To ensure the successful organization of the 2025 Annual General Meeting of Shareholders (AGM) of Viet Property Investment Joint Stock Company, the Organizing Committee of the 2025 AGM has developed the Regulations on Organizing and Voting the 2025 Annual General Shareholders' Meeting as follows:

Điều 1. Mục đích/ Article 1. Purpose

- *Đảm bảo trình tự, nguyên tắc ứng xử, biểu quyết tại ĐHĐCD thường niên năm 2025 của Công ty cổ phần Đầu tư Nhà Đất Việt diễn ra đúng quy định và thành công tốt đẹp.*

To ensure that the order, principles of conduct and voting at the 2025 Annual General Meeting of Shareholders of Viet Property Investment Joint Stock Company take place in accordance with regulations and are successful.

- *Các Nghị quyết của ĐHĐCD thể hiện ý chí thống nhất của ĐHĐCD, đáp ứng nguyện vọng, quyền lợi của cổ đông và quy định của pháp luật.*

The Resolutions of the General Meeting of Shareholders represent the unified will of the General Meeting of Shareholders, meeting the aspirations and interests of shareholders and the provisions of law.

Điều 2. Đối tượng và phạm vi/ Article 2. Subjects and scope

- **Đối tượng:** Tất cả các cổ đông, người đại diện (người được cổ đông ủy quyền) tham dự ĐHĐCĐ thường niên năm 2025 của Công ty cổ phần Đầu tư Nhà Đất Việt đều phải chấp hành, tuân thủ các quy định tại Quy chế này, Điều lệ tổ chức và hoạt động của Công ty và quy định hiện hành của pháp luật.

Subjects: All shareholders and representatives (persons authorized by shareholders) attending the 2025 Annual General Meeting of Shareholders of Viet Property Investment Joint Stock Company must comply with and comply with the provisions of this Regulation, the Charter of Organization and Operation of the Company and current provisions of law.

- **Phạm vi:** Quy chế này được sử dụng cho ĐHĐCĐ thường niên năm 2025 của Công ty cổ phần Đầu tư Nhà Đất Việt.

Scope: This Regulation is used for the 2025 Annual General Meeting of Shareholders of Viet Property Investment Joint Stock Company.

Điều 3. Giải thích từ ngữ/ từ viết tắt/ Article 3. Explanation of terms/abbreviations

- Công ty: Công ty cổ phần Đầu tư Nhà Đất Việt;

The Company: Viet Property Investment Joint Stock Company;

- HĐQT: Hội đồng quản trị;

BOD: Board of Directors;

- BKS: Ban kiểm soát/ Supervisory Board;

- BTC: Ban tổ chức/ Organizing Committee;

- Đại hội/ĐHĐCĐ: Đại hội đồng cổ đông thường niên năm 2025;

AGM: 2025 Annual General Meeting of Shareholders;

- Cổ đông: Là cá nhân, tổ chức sở hữu ít nhất 01 cổ phần của Công ty cổ phần Đầu tư Nhà Đất Việt, có tên trong danh sách tổng hợp người sở hữu chứng khoán do Tổng công ty Lưu ký và Bù trừ chứng khoán Việt Nam ("VSDC") lập số VNMEETVSDP000356/VSDPVLXX ngày 26/05/2025, với ngày đăng ký cuối cùng: 22/05/2025 và đã được Công ty gửi thư mời họp;

Shareholder: Any individual or organization holding at least one share of Viet Property Investment Joint Stock Company, whose name appears on the list of securities holders prepared by the Vietnam Securities Depository and Clearing Corporation (VSDC) under No. VNMEETVSDP000356/VSDPVLXX dated May 26, 2025 (with the record date being May 22, 2025), and who has been sent an invitation to the meeting by the Company.

- Đại biểu: Cổ đông, người đại diện (người được cổ đông ủy quyền);

Delegate: Shareholder, representative (person authorized by the shareholder);

- Điều lệ: Điều lệ tổ chức và hoạt động của Công ty cổ phần Đầu tư Nhà Đất Việt;

Charter: Charter on organization and operation of Viet Property Investment Joint Stock Company;

- Biểu quyết: Là việc đại biểu thực hiện quyền cho ý kiến về các nội dung, vấn đề cụ thể để nhằm xác định các nội dung, vấn đề đó có đủ điều kiện được Đại hội thông qua (tán thành, không tán thành, không có ý kiến đối với từng vấn đề biểu quyết);

Voting: Is the exercise of the right of delegates to give opinions on specific contents and issues to determine whether those contents and issues are eligible for approval by the General Meeting (approval, disapproval, no opinion on each voting issue);

- Cuộc họp ĐHĐCĐ: 07h30' ngày 28/06/2025 (Lần thứ nhất)
The Annual General Meeting of Shareholders (First Meeting): 07:30 AM, June 28, 2025
Đại hội đồng cổ đông lần thứ hai: 07h30' ngày 29/06/2025 (Nếu lần thứ nhất không đủ điều kiện tiến hành).
2nd meeting: 07:30, June 29, 2025 (If the first meeting fails to meet quorum)
Đại hội đồng cổ đông lần thứ ba: 07h30' ngày 30/06/2025 (Nếu lần thứ hai không đủ điều kiện tiến hành).
3rd meeting: 07:30, June 30, 2025 (If the second meeting fails to meet quorum).

Điều 4. Điều kiện tiến hành ĐHĐCĐ/ Article 4. Conditions for holding the AGM

- Cuộc họp Đại hội đồng cổ đông được tiến hành khi có số đại biểu dự họp đại diện trên 50% tổng số phiếu biểu quyết. Thời điểm xác định điều kiện tiến hành Đại hội chậm nhất là 30 (ba mươi) phút kể từ thời điểm ấn định khai mạc Đại hội.

The General Meeting of Shareholders shall be held when the number of delegates attending the meeting represents more than 50% of the total number of votes. The time to determine the conditions for holding the General Meeting shall be no later than 30 (thirty) minutes from the time of the opening of the General Meeting.

- Trường hợp cuộc họp lần thứ nhất không đủ điều kiện tiến hành theo quy định tại Điều lệ Công ty thì cuộc họp Đại hội đồng cổ đông lần thứ hai được tiến hành khi có số đại biểu dự họp đại diện từ 33% tổng số phiếu biểu quyết trở lên. Thời điểm xác định điều kiện tiến hành Đại hội chậm nhất là 30 (ba mươi) phút kể từ thời điểm ấn định khai mạc Đại hội.

In case the first meeting does not meet the conditions for holding the meeting as prescribed in the Company Charter, the second General Meeting of Shareholders shall be held when the number of delegates attending the meeting represents 33% or more of the total number of votes. The time to determine the conditions for holding the General Meeting shall be no later than 30 (thirty) minutes from the time of the opening of the General Meeting.

- Trường hợp cuộc họp lần thứ hai không đủ điều kiện tiến hành theo quy định tại Điều lệ Công ty thì cuộc họp Đại hội đồng cổ đông lần thứ ba được tiến hành không phụ thuộc vào tổng số phiếu biểu quyết của các đại biểu dự họp.

In case the second meeting does not meet the conditions for holding the meeting as prescribed in the Company Charter, the third General Meeting of Shareholders shall be held regardless of the total number of votes of the delegates attending the meeting.

Điều 5. Điều kiện cổ đông tham dự đại hội/ Article 5. Conditions for shareholders to attend the meeting

Các cổ đông có tên trong danh sách cổ đông của Công ty theo Danh sách tổng hợp người sở hữu chứng khoán do Tổng công ty Lưu ký và Bù trừ chứng khoán Việt Nam ("VSDC") lập số VNMEETVSDP000356/VSDPVLXX ngày 26/05/2025, với ngày đăng ký cuối cùng: 22/05/2025 có quyền tham dự họp hoặc ủy quyền cho Đại diện của mình tham dự. Trường hợp có nhiều người đại diện được ủy quyền tham dự, nếu có tranh chấp về tư cách đại diện, chỉ người nộp giấy ủy quyền hợp lệ trước sẽ được công nhận.

Shareholders whose names are in the Company's shareholder list according to the list of securities holders prepared by the Vietnam Securities Depository and Clearing Corporation (VSDC) under No. VNMEETVSDP000356/VSDPVLXX dated May 26, 2025 (with the record date being May 22, 2025) shall have the right to attend the meeting or authorize their representatives to attend. In case of multiple authorized representatives, if a dispute arises regarding the status of representation, only the person who submits a valid authorization form first shall be recognized.

Đại biểu của đại hội phải tuân thủ các quy định sau/ *Delegates attending the General Meeting of Shareholders must comply with the following regulations:*

- Trang phục, thái độ ứng xử/ *Dress code and etiquette:*
 - + Cổ đông tham dự đại hội phải ăn mặc lịch sự, phù hợp với tính chất trang trọng của sự kiện.
Shareholders must dress appropriately, suitable for the formal nature of the event.
 - + Không sử dụng từ ngữ kích động, thô tục hoặc công kích cá nhân khi phát biểu.
Use of provocative, offensive language or personal attacks during speeches is strictly prohibited.
- Tôn trọng người điều hành/ *Respect for the Chairman:*
 - + Mọi phát biểu phải được sự đồng ý của Chủ tọa.
All statements and questions must be approved by the Chairman.
 - + Không cắt ngang người khác đang phát biểu hoặc biểu quyết.
Interrupting others while they are speaking or voting is not allowed.
- Thời gian và nội dung phát biểu/ *Speaking time and content:*
 - + Mỗi đại biểu được phát biểu 01 lần/mỗi nội dung trong tối đa 03 phút.
Each delegate may speak once per topic for a maximum of 3 minutes.
 - + Nội dung phải liên quan trực tiếp tới chương trình đại hội.
The content must be directly related to the agenda of the meeting.
- Hành vi bị cấm/ *Prohibited actions:*
 - + Tự ý ghi âm, phát sóng hoặc truyền hình trực tiếp mà không được sự đồng ý của Chủ tọa trong thời gian Đại hội diễn ra.
Audio/video recording, broadcasting or live-streaming the meeting without the Chair's consent is strictly prohibited.
 - + Gây mất trật tự, la hét, tụ tập gây rối, phát tán tài liệu trái phép.
Causing public disorder, shouting, gathering crowds to protest, or distributing unauthorized materials is not permitted.
- Xử lý vi phạm/ *Handling of violations:*
 - + Đoàn Chủ tịch có quyền nhắc nhở, cắt lời hoặc đề nghị mời rời hội trường nếu cổ đông vi phạm quy tắc.
The Presidium has the right to issue warnings, cut off the speaker, or request that the violator leave the hall.
 - + Trường hợp vi phạm nghiêm trọng, HĐQT có thể yêu cầu cơ quan chức năng hỗ trợ đảm bảo an ninh.
In cases of serious violations, the Board of Directors may seek assistance from competent authorities to ensure order and security.
- Đại biểu khi tham dự họp Đại hội phải mang theo đầy đủ hồ sơ, tài liệu theo quy định tại Thông báo mời họp Đại hội để đăng ký tham dự họp Đại hội.

Delegates must bring all documents as required in the Notice of Invitation to register for attendance at the meeting.

- Đại biểu thực hiện theo hướng dẫn thủ tục đăng ký tham dự Đại hội trong Thông báo mời họp, Nghị quyết có liên quan của HĐQT, điền đầy đủ thông tin trên Phiếu xác nhận tham dự theo mẫu của Công ty, ký, ghi rõ họ tên và trả lại cho Ban tổ chức Đại hội.

Delegates must follow the instructions in the Notice of Invitation and relevant Resolutions of the Board of Directors, complete the Confirmation of Attendance Form provided by the Company, sign it, and return it to the Organizing Committee.

- BTC có thể yêu cầu các đại biểu tham dự ĐHĐCĐ tuân thủ sự kiểm tra hoặc các biện pháp an ninh khác mà BTC cho là thích hợp.

The Organizing Committee may require delegates to undergo appropriate security checks or procedures as deemed necessary.

- Đại biểu đến dự cuộc họp ĐHĐCĐ muộn có quyền đăng ký ngay và sau đó có quyền tham gia và biểu quyết ngay tại Đại hội. Chủ tọa không có trách nhiệm dừng Đại hội để cho đại biểu đến muộn đăng ký và hiệu lực của các đợt biểu quyết đã tiến hành trước khi đại biểu đến muộn tham dự sẽ không bị ảnh hưởng.

Delegates arriving late may register and participate in the meeting and vote from that point onward. The Chair shall not be required to suspend the meeting for late registration, and prior voting results shall remain valid.

- Để điện thoại ở chế độ rung hoặc tắt máy, khi cần thì ra bên ngoài đàm thoại.

Phones should be kept on silent/vibration mode or turned off. If a call is necessary, delegates must step outside to answer.

- Tuân thủ các quy định của Quy chế này, tuân thủ sự điều khiển của Chủ tọa đoàn và hướng dẫn của Ban kiểm tra tư cách cổ đông.

Delegates must adhere to the rules of this Regulation, the instructions of the Chair, and the guidance of the Shareholder Eligibility Verification Committee.

- Trong quá trình diễn ra Đại hội, đại biểu hạn chế ra ngoài, trong trường hợp đại biểu có nhu cầu ra ngoài hoặc về sớm không trực tiếp tham gia thông qua Biên bản họp Đại hội (thể hiện các diễn biến và kết quả biểu quyết do những cổ đông dự họp thực hiện) thì đại biểu phải thông báo với Ban tổ chức Đại hội để làm thủ tục ủy quyền hoặc ghi nhận các thông tin điều chỉnh/thay đổi khác (nếu có) liên quan đến thông tin đại biểu tham dự. Trường hợp đại biểu không làm thủ tục ủy quyền hoặc không ghi nhận thông tin thay đổi/điều chỉnh liên quan đến việc tham dự đại hội tại Ban kiểm tra tư cách cổ đông thì xem như cổ đông đã từ bỏ quyền thông qua Biên bản họp Đại hội và đồ công không được khiếu nại về nội dung này

During the meeting, delegates should minimize leaving the hall. If a delegate needs to leave early or does not directly participate in approving the Meeting Minutes (reflecting developments and voting results of participating shareholders), they must inform the Organizing Committee to complete the proxy procedure or record any relevant changes to their participation information. If the delegate fails to complete such procedures, it shall be deemed that they have voluntarily waived their right to approve the Meeting Minutes, and no complaints regarding this matter shall be accepted.

Điều 6. Chủ tọa và Đoàn chủ tịch/ Article 6. Chairman and Presidium

- Đoàn Chủ tịch gồm 03 người, bao gồm 01 chủ tịch và 02 thành viên. Chủ tịch HĐQT làm chủ tọa Đại hội hoặc ủy quyền cho thành viên HĐQT khác làm chủ tọa cuộc họp ĐHĐCĐ do HĐQT triệu tập. Trường hợp Chủ tịch HĐQT vắng mặt thì thành viên HĐQT được Chủ tịch HĐQT ủy quyền sẽ làm chủ tọa ĐHĐCĐ. Nếu Chủ tịch HĐQT không ủy quyền cho bất kỳ thành viên nào hoặc tạm thời mất khả năng làm việc, các thành viên HĐQT còn lại bầu một người trong số họ làm chủ tọa cuộc họp theo nguyên tắc đa số; trường hợp không bầu được người làm chủ tọa thì Trưởng Ban Kiểm soát điều hành để ĐHĐCĐ bầu chủ tọa cuộc họp và người có số phiếu bầu cao nhất làm chủ tọa cuộc họp.

The Presidium shall consist of three (03) members, including one (01) Chairman and two (02) members. The Chairman of the Board of Directors shall act as the Chairman of the General Meeting or may authorize another member of the Board of Directors to chair the General Meeting convened by the Board of Directors. In the event that the Chairman of the Board of Directors is absent, the authorized member of the Board of Directors shall act as the Chairman of the General Meeting. If the Chairman of the Board of Directors does not authorize any member or is temporarily

incapacitated, the remaining members of the Board of Directors shall elect one among them to chair the meeting by majority vote. If no Chairman is elected, the Head of the Supervisory Board shall preside over the General Meeting to organize the election of a Chairman, and the person receiving the highest number of votes shall act as the Chairman of the meeting.

- Chủ tọa cuộc họp ĐHĐCĐ có quyền thực hiện các biện pháp cần thiết để điều khiển cuộc họp một cách hợp lý, có trật tự, đúng theo chương trình cuộc họp ĐHĐCĐ đã được thông qua và phản ánh được mong muốn của đa số người dự họp.

The Chairman of the General Meeting of Shareholders shall have the authority to take all necessary measures to conduct the meeting in an orderly, reasonable manner, in accordance with the approved agenda of the General Meeting and in a way that reflects the will of the majority of attendees.

- Chủ tọa cuộc họp ĐHĐCĐ có quyền yêu cầu tất cả người dự họp chịu sự kiểm tra hoặc các biện pháp an ninh hợp pháp, hợp kỷ khác; yêu cầu cơ quan có thẩm quyền duy trì trật tự cuộc họp; trục xuất những người không tuân thủ quyền điều hành của chủ tọa, cố ý gây rối trật tự, ngăn cản tiến triển bình thường của cuộc họp hoặc không tuân thủ các yêu cầu về kiểm tra an ninh ra khỏi cuộc họp ĐHĐCĐ.

The Chairman of the General Meeting of Shareholders shall have the right to require all attendees to comply with security checks or other lawful and appropriate security measures; to request competent authorities to maintain order at the meeting; and to expel any person who fails to comply with the Chairman's directions, intentionally disrupts the order, hinders the normal progress of the meeting, or refuses to comply with security requirements.

- Nhiệm vụ của Đoàn Chủ tịch/ *Duties of the Presidium:*

+ Điều hành các hoạt động của ĐHĐCĐ Công ty theo chương trình cuộc họp ĐHĐCĐ dự kiến của HĐQT đã được ĐHĐCĐ thông qua;

Direct the activities of the General Meeting of Shareholders of the Company according to the agenda of the General Meeting of Shareholders planned by the Board of Directors approved by the General Meeting of Shareholders

+ Hướng dẫn các đại biểu và Đại hội thảo luận các nội dung có trong chương trình cuộc họp ĐHĐCĐ;

Guide delegates and the General Meeting to discuss the contents in the agenda of the General Meeting of Shareholders;

+ Trình dự thảo, kết luận những vấn đề cần thiết để Đại hội biểu quyết;

Draft and conclude necessary issues for the General Meeting to vote;

+ Trả lời/Chỉ định người phụ trách chuyên môn trả lời những vấn đề do Đại hội yêu cầu;

Respond/assign a professional person to respond to issues requested by the General Meeting;

+ Giải quyết các vấn đề phát sinh trong suốt quá trình Đại hội.

Resolve issues arising during the General Meeting.

- Nguyên tắc làm việc của Đoàn Chủ tịch: Quyết định của Chủ tọa về trình tự, thủ tục hoặc các sự kiện phát sinh ngoài chương trình cuộc họp ĐHĐCĐ sẽ mang tính phân quyết cao nhất.

Working principles of the Presidium: The Chairman's decision on the order, procedures or events arising outside the agenda of the General Meeting of Shareholders will be the most decisive.

Điều 7. Ban Thư ký Đại hội/ Article 7. The Secretariat of the General Meeting

- Chủ tọa cử Ban Thư ký và Tổ trưởng Ban Thư ký để lập biên bản họp Đại hội.

The Chairman shall appoint the Secretariat and the Head of the Secretariat to take minutes of the General Meeting.

- Nhiệm vụ và quyền hạn/ *Duties and powers:*

+ Ghi chép đầy đủ, trung thực nội dung Đại hội;

To take accurate and truthful minutes of the General Meeting;

+ Tiếp nhận phiếu câu hỏi của đại biểu;

To receive written questions from the shareholders;

+ Lập Biên bản họp và soạn thảo Nghị quyết ĐHĐCĐ;

To prepare the Meeting Minutes and draft the Resolutions of the General Meeting of Shareholders (GMS);

+ Hỗ trợ Chủ tọa công bố thông tin liên quan đến cuộc họp ĐHĐCĐ và thông báo đến đại biểu theo đúng quy định pháp luật và Điều lệ Công ty.

To assist the Chairman in disclosing information related to the GMS and informing shareholders in accordance with legal regulations and the Company's Charter;

+ Thực hiện các công việc khác theo sự phân công của Chủ tọa và theo quy định tại Điều lệ của Công ty.

To perform other tasks as assigned by the Chairman and as stipulated in the Company's Charter.

Điều 8. Ban kiểm tra tư cách cổ đông/ *The Shareholder Qualification Inspection Committee*

- Ban kiểm tra tư cách cổ đông của ĐHĐCĐ không quá 05 (năm) người, bao gồm 01 Trưởng Ban và các thành viên, do HĐQT thành lập và do Đoàn Chủ tịch giới thiệu đến Đại hội.

The Shareholder Qualification Inspection Committee of the General Meeting of Shareholders shall not exceed 05 (five) people, including 01 Head of the Committee and members, established by the BOD and introduced to the General Meeting by the Presidium.

- Nhiệm vụ của Ban kiểm tra tư cách cổ đông/ *Duties of the Shareholder Qualification Inspection Committee:*

+ Ban kiểm tra tư cách cổ đông của Đại hội có trách nhiệm kiểm tra tư cách đại biểu đến dự họp

The Shareholder Qualification Inspection Committee is responsible for examining the qualifications of delegates attending the meeting.

+ Trưởng Ban kiểm tra tư cách cổ đông báo cáo với ĐHĐCĐ về số lượng và tỷ lệ sở hữu cổ phần của đại biểu dự họp. Cuộc họp ĐHĐCĐ Công ty được tiến hành khi đáp ứng được các quy định tại Điều 4 - Điều kiện tiến hành ĐHĐCĐ của Quy chế này

The Head of the Shareholder Qualification Inspection Committee reports to the General Meeting of Shareholders on the number and percentage of shares owned by the delegates attending the meeting. The General Meeting of Shareholders of the Company shall be held when the provisions of Article 4 - Conditions for holding the General Meeting of Shareholders of this Regulation are met.

Điều 9. Ban kiểm phiếu/ *Article 9. The Counting Committee*

- Ban kiểm phiếu của Đại hội không quá 05 (năm) người do Chủ tọa giới thiệu và được Đại hội biểu quyết thông qua; nếu đại hội không chọn thì Chủ tọa sẽ chọn những người đó. Các ứng cử viên tham gia ứng cử, đề cử (trong trường hợp thực hiện bầu cử) không được tham gia vào Ban kiểm phiếu.

The Counting Committee of the General Meeting shall consist of no more than 05 (five) members, nominated by the Chairman and approved by the General Meeting through voting; if the General Meeting does not elect the members, the Chairman shall appoint them. Candidates standing for election or nomination (in case of an election) shall not be allowed to participate in the Counting Committee

- Nhiệm vụ của Ban kiểm phiếu/ *Duties of the Counting Committee:*

+ Phổ biến nguyên tắc, thể lệ, hướng dẫn cách thức biểu quyết/ *Disseminate the principles, rules, and instructions on how to vote;*

+ Kiểm và ghi nhận thẻ biểu quyết, lập biên bản kiểm phiếu, công bố kết quả; chuyển biên bản cho Chủ tọa phê chuẩn kết quả biểu quyết/ *Check and record the voting cards, make minutes of the vote counting, announce the results; transfer the minutes to the Chairman for approval of the voting results;*

+ Nhanh chóng thông báo kết quả biểu quyết cho Ban Thư ký Đại hội/ *Promptly notify the voting results to the Congress Secretariat;*

+ Xem xét và báo cáo Đại hội những trường hợp vi phạm thể lệ biểu quyết hoặc đơn thư khiếu nại về kết quả biểu quyết/ *Review and report to the General Meeting any violations of voting rules or complaints about voting results.*

Điều 10. Thảo luận tại Đại hội/ Article 10. Discussion at the General Meeting

10.1. Nguyên tắc/ Principles:

- Việc thảo luận chỉ được thực hiện trong thời gian quy định và thuộc phạm vi các vấn đề trình bày trong chương trình cuộc họp ĐHĐCĐ;

Discussions shall only be conducted within the prescribed time and within the scope of the issues presented in the agenda of the General Meeting of Shareholders;

- Cổ đông hoặc nhóm cổ đông sở hữu từ 05% tổng số cổ phần phổ thông trở lên có quyền kiến nghị vấn đề đưa vào chương trình cuộc họp ĐHĐCĐ. Kiến nghị phải bằng văn bản và được gửi đến công ty chậm nhất là 07 ngày làm việc trước ngày khai mạc Đại hội (Theo quy định tại Khoản 4 Điều 20 Điều lệ Công ty);

Shareholders or groups of shareholders owning 05% or more of the total number of common shares have the right to propose issues to be included in the agenda of the General Meeting of Shareholders. The proposal must be in writing and sent to the company at least 07 working days before the opening date of the General Meeting (According to the provisions of Clause 4, Article 20 of the Company's Charter).

- Đại biểu có ý kiến đăng ký nội dung vào Phiếu câu hỏi và chuyển cho Ban Thư ký;

Delegates with opinions shall register the content on the Questionnaire and forward it to the Secretariat;

- Ban Thư ký sẽ sắp xếp các Phiếu câu hỏi của Đại biểu theo thứ tự đăng ký và chuyển lên cho Đoàn Chủ tịch;

The Secretariat shall arrange the Questionnaires of Delegates in the order of registration and forward them to the Presidium;

- Đại biểu khi cần phát biểu hoặc tranh luận thì giơ tay, chỉ khi được Đoàn Chủ tịch nhất trí mới được phát biểu. Mỗi cổ đông được phát biểu 01 lần cho mỗi nội dung, không quá 03 phút. Đoàn Chủ tịch có quyền ngắt nếu nội dung trùng lặp, ngoài chương trình hoặc vi phạm quy tắc ứng xử..

When a delegate needs to speak or debate, he/she must raise his/her hand, and can only speak when the Presidium agrees. Each delegate is allowed to speak once per topic, for no more than 03 minutes. The Presidium has the right to interrupt if the content is repetitive, irrelevant to the agenda, or violates the code of conduct.

10.2. Giải đáp ý kiến của các Đại biểu/ Answering the opinions of the delegates:

- Trên cơ sở Phiếu thảo luận của Đại biểu, Chủ tọa hoặc thành viên do Chủ tọa chỉ định sẽ giải đáp ý kiến của Đại biểu;

Based on the discussion ballot of the delegate, the Chairman or a member designated by the Chairman will answer the opinions of the delegate;

- Trường hợp do giới hạn về thời gian tổ chức, các câu hỏi chưa được trả lời trực tiếp tại Đại hội sẽ được Công ty xem xét và trả lời bằng văn bản.

In case of time constraints, questions that have not been answered directly at the General Meeting will be considered and answered in writing by the Company.

Điều 11. Biểu quyết thông qua các vấn đề/ Article 11. Voting on issues

11.1. Biểu quyết thông qua các vấn đề/ Voting on issues

a) Các quy định chung về biểu quyết/ General regulations on voting:

- Tất cả các vấn đề trong chương trình cuộc họp ĐHĐCĐ đều phải được ĐHĐCĐ thảo luận và biểu quyết công khai.

All issues in the agenda of the General Meeting of Shareholders must be discussed and voted on publicly by the General Meeting of Shareholders.

- Mỗi cổ phần có quyền biểu quyết sở hữu hoặc đại diện sở hữu ứng với một đơn vị biểu quyết.

Each voting share owned or represented by a voting unit corresponds to one voting unit.

- Mỗi đại biểu đến tham dự Đại hội được cấp 01 Thẻ biểu quyết và 01 Phiếu biểu quyết. Trên Thẻ biểu quyết và Phiếu biểu quyết có ghi mã đại biểu, họ tên, số cổ phần sở hữu và/ hoặc được ủy quyền có quyền biểu quyết của đại biểu đó. Thẻ biểu quyết và Phiếu biểu quyết được Công ty in, đóng dấu treo và gửi trực tiếp cho đại biểu tại Đại hội.

Each delegate attending the Congress is given 01 Voting Card and 01 Voting Form. The Voting Card and Voting Form are recorded with the delegate's code, full name, number of shares owned and/or authorized to vote of that delegate. The Voting Card and Voting Form are printed by the Company, stamped and sent directly to the delegate at the Congress.

b) Thứ tự biểu quyết, trình tự xin ý kiến biểu quyết/ Voting procedures, order of asking for voting opinions:

- Từng vấn đề được đưa ra trước Đại hội thuộc thẩm quyền của ĐHĐCĐ đều được xin ý kiến theo trình tự/ *Each issue brought before the Congress under the authority of the General Meeting of Shareholders is asked for opinions in the following order:*

+ Tán thành với nội dung vừa được đề trình/ *Approve with the content just submitted;*

+ Không tán thành với nội dung vừa được đề trình/ *Disagree with the content just submitted;*

+ Không có ý kiến với nội dung vừa được đề trình/ *No opinion on the content just submitted.*

- Khi tiến hành biểu quyết tại Đại hội, đại biểu tiến hành biểu quyết thông qua các nội dung bằng một trong hai phương thức sau/ *When voting at the General Meeting, delegates vote to approve the contents by one of the following two methods:*

Phương thức giơ thẻ biểu quyết: Khi tiến hành biểu quyết tại Đại hội, các đại biểu biểu quyết giơ Thẻ biểu quyết lên cao hướng về phía Chủ tọa đoàn. Phương thức này dùng để thông qua các vấn đề khác trừ các báo cáo và tờ trình tại Đại hội.

Theo hình thức biểu quyết bằng giơ Thẻ biểu quyết, Ban kiểm phiếu thực hiện kiểm số phiếu biểu quyết của tất cả các cổ đông tham dự và biểu quyết tại cuộc họp: tán thành, không tán thành, không có ý kiến.

Method of raising the voting card: *When voting at the General Meeting, delegates raise the voting card high towards the Chairman. This method is used to approve other issues except for reports and proposals at the General Meeting.*

According to the form of voting by raising the voting card, the Vote Counting Committee will count the votes of all shareholders attending and voting at the meeting: approve, disapprove, no opinion

Phương thức điền vào Phiếu biểu quyết: Đối với từng nội dung, đại biểu chọn một trong ba phương án "Tán thành", "Không tán thành", "Không có ý kiến" được in sẵn trong Phiếu biểu quyết bằng cách đánh dấu "X" hoặc "✓" vào ô mình chọn. Phương thức này dùng để thông qua các Báo cáo của HĐQT, Báo cáo của BKS và các nội dung thuộc tờ trình tại Đại hội.

Sau khi hoàn tất tất cả nội dung cần biểu quyết của Đại hội, đại biểu gửi Phiếu biểu quyết về thùng phiếu kín đã được niêm phong tại Đại hội theo hướng dẫn của Ban kiểm phiếu.

Method of filling in the voting card: *For each content, delegates choose one of the three*

options "Approve", "Disapprove", "No opinion" pre-printed on the voting card by marking "X" or "✓" in the box they choose. This method is used to approve the Reports of the Board of Directors, Reports of the Supervisory Board and the contents of the proposal at the General Meeting.

After completing all the contents that need to be voted on at the Congress, delegates send the Voting Form to the sealed ballot box at the Congress according to the instructions of the Counting Committee.

c) Tính hợp lệ của Phiếu biểu quyết/ Validity of the Voting Form

- Phiếu biểu quyết hợp lệ là phiếu theo mẫu in sẵn do BTC phát ra, không tẩy xóa, cạo sửa, rách, nát,... không viết thêm nội dung nào khác ngoài quy định cho phiếu này và phải có chữ ký, dưới chữ ký phải có đầy đủ họ tên được viết tay của đại biểu tham dự.

A valid voting form is a form printed by the Organizing Committee, not erased, scratched, torn, damaged,... not written with any other content other than the regulations for this form and must have a signature, below the signature must be the full name handwritten by the attending delegate.

- Trên phiếu biểu quyết, nội dung biểu quyết (báo cáo, tờ trình) là hợp lệ khi đại biểu đánh dấu chọn một (01) trong ba (03) ô vuông biểu quyết. Nội dung biểu quyết (báo cáo, tờ trình) không hợp lệ là nội dung không đúng theo các quy định của nội dung biểu quyết hợp lệ.

On the voting form, the voting content (report, submission) is valid when the delegate ticks one (01) out of three (03) voting squares. Invalid voting content (report, submission) is content that does not comply with the regulations of valid voting content.

- Phiếu biểu quyết không hợp lệ/ *Invalid voting form:*

+ Ghi thêm nội dung khác vào Phiếu biểu quyết/ *Add other content to the voting form;*

+ Phiếu trắng/ *Blank ballot*

+ Phiếu biểu quyết không theo mẫu in sẵn do BTC phát ra, phiếu không có dấu đỏ của Công ty, hoặc đã tẩy xóa, cạo sửa, viết thêm nội dung khác ngoài quy định cho phiếu biểu quyết, khi đó tất cả nội dung biểu quyết trên phiếu biểu quyết là không hợp lệ/ *The voting form does not follow the pre-printed form issued by the Organizing Committee, the form does not have the red seal of the Company, or has been erased, scratched, edited, or written with content other than the regulations for the voting form, then all voting content on the voting form is invalid.*

d) Ghi nhận kết quả biểu quyết/ Recording voting results:

- Ban Kiểm phiếu sẽ thực hiện kiểm số phiếu biểu quyết của tất cả các đại biểu tham dự và biểu quyết tại cuộc họp, sẽ kiểm tra số phiếu tán thành, không tán thành, không có ý kiến của từng nội dung và chịu trách nhiệm ghi nhận, thống kê và báo cáo kết quả kiểm phiếu biểu quyết tại ĐHĐCĐ.

The Counting Committee will count the votes of all delegates attending and voting at the meeting, check the votes in favor, against, and without opinion on each content and be responsible for recording, counting and reporting the results of the vote counting at the General Meeting of Shareholders.

e) Tỷ lệ tối thiểu cần đạt được khi biểu quyết/ Minimum percentage required when voting:

Theo Khoản 3, Điều 23 - Điều lệ Công ty, các nghị quyết về các nội dung sau đây sẽ chỉ được thông qua khi có từ 65% (sáu mươi lăm phần trăm) trở lên tổng số phiếu biểu quyết của tất cả các cổ đông có mặt trực tiếp hoặc thông qua đại diện được ủy quyền tại ĐHĐCĐ dự họp tán thành:

According to Clause 3, Article 23 - The Company's Charter, resolutions on the following contents will only be passed when 65% (sixty-five percent) or more of the total number of votes of all shareholders present in person or through authorized representatives at the General Meeting of Shareholders agree:

+ Loại cổ phần và tổng số cổ phần của từng loại/ *Type of shares and total number of shares of each type;*

+ Thay đổi ngành, nghề và lĩnh vực kinh doanh/ *Change of industry, profession and business field;*

- + Thay đổi cơ cấu tổ chức quản lý Công ty/ *Change of the Company's management structure;*
- + Dự án đầu tư hoặc bán tài sản có giá trị từ 35% tổng giá trị tài sản trở lên được ghi trong báo cáo tài chính gần nhất của Công ty/ *Investment projects or sale of assets with a value of 35% or more of the total asset value recorded in the Company's most recent financial report;*
- + Tổ chức lại, giải thể Công ty/ *Reorganization or dissolution of the Company;*
- + Các trường hợp khác theo quy định tại Điều lệ/ *Other cases as prescribed in the Company Charter.*

Trừ những trường hợp nói trên, Các nghị quyết khác được thông qua khi được số đại biểu sở hữu trên 50% tổng số phiếu biểu quyết của tất cả đại biểu tham dự và biểu quyết tại cuộc họp tán thành (trừ trường hợp quy định tại khoản 3, khoản 5 Điều 23 tại Điều lệ Công ty và khoản 4, khoản 6 Điều 148 Luật Doanh nghiệp).

Except for the above cases, other resolutions shall be passed when approved by the number of delegates owning more than 50% of the total number of votes of all delegates attending and voting at the meeting (except for the cases prescribed in Clause 3, Clause 5, Article 23 of the Company Charter and Clause 4, Clause 6, Article 148 of the Enterprise Law).

Điều 12. Biên bản, Nghị Quyết họp ĐHĐCĐ/ Article 12. Minutes and Resolutions of the General Meeting of Shareholders

Biên bản và Nghị quyết họp của ĐHĐCĐ phải được đọc và thông qua trước khi bế mạc Đại hội.

Minutes and Resolutions of the General Meeting of Shareholders must be read and approved before the closing of the General Meeting.

Điều 13. Thực hiện/ Article 13. Implementation

- Đại biểu tham dự họp Đại hội có trách nhiệm thực hiện Quy chế này.

The delegates attending the General Meeting are responsible for complying with this Regulation.

- Các nội dung không được quy định chi tiết tại quy chế này thì thống nhất áp dụng theo quy định tại Điều lệ Công ty, Luật doanh nghiệp 2020 và các văn bản pháp luật hiện hành của Nhà nước.

The contents not specified in detail in this regulation shall be uniformly applied according to the provisions of the Company Charter, the Enterprise Law 2020 and current legal documents of the State.

Quy chế này có hiệu lực ngay sau khi được ĐHĐCĐ Công ty biểu quyết thông qua.

This regulation shall take effect immediately after being approved by the General Meeting of Shareholders of the Company.

TM. HỘI ĐỒNG QUẢN TRỊ
ON BEHALF OF THE BOARD OF DIRECTORS
CHỦ TỊCH/ CHAIRMAN

BÙI QUANG MINH

MẪU FORM



PHIẾU BIỂU QUYẾT/ VOTING BALLOT
ĐẠI HỘI ĐỒNG CỔ ĐÔNG THƯỜNG NIÊN NĂM 2025
2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS

Mã số Đại biểu/ Delegate Code:

Họ và tên Đại biểu/ Delegate Name:

Số lượng cổ phần được quyền biểu quyết:

cổ phần/ shares

Total number of votes:

(Quý Cổ đông đánh dấu "x"/"✓" vào ô ý kiến lựa chọn theo từng nội dung biểu quyết)
(Please tick "x" or "✓" in the box for each voting item)

| TT/ No. | Nội dung biểu quyết/ Voting Item | Tán thành/ Agree | Không tán thành/ Disagr ee | Không có ý kiến/ No Opinion |
|------------|--|--------------------------|--|---|
| 1 | Báo cáo của Hội đồng quản trị về quản trị và kết quả hoạt động của Hội đồng quản trị và từng thành viên Hội đồng quản trị năm 2024 Report of the Board of Directors ("BOD") on the management and performance of the BOD and each member of the BOD in 2024 | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 2 | Tờ trình của Ban Tổng giám đốc về Kế hoạch kinh doanh năm 2025 Proposal of the Executive Board on the 2025 Business Plan | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 3 | Báo cáo hoạt động của Ban kiểm soát năm 2024 Supervisory Board's performance report for 2024 | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 4 | Tờ trình thông qua Báo cáo tài chính năm 2024 đã được kiểm toán Proposal on approval of Audited Financial Statements for 2024 | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 5 | Tờ trình về việc lựa chọn đơn vị kiểm toán Báo cáo tài chính năm 2025 Proposal of the selection of an auditor for the 2025 Financial Statements | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 6 | Tờ trình thông qua mức cổ tức đối với mỗi cổ phần của từng loại năm 2024 và kế hoạch năm 2025 Proposal on the approval of dividend rates per share for each share class in 2024 and the dividend plan for 2025 | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 7 | Tờ trình về việc quyết toán thù lao của HĐQT, BKS năm 2024; Dự kiến thù lao của HĐQT, BKS năm 2025 Proposal on the remuneration finalization for the Board of Directors and the Supervisory Board in 2024; The proposed remuneration plan for 2025 | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |



| | | | | |
|---|--|--------------------------|--------------------------|--------------------------|
| 8 | Tờ trình về việc thay đổi địa chỉ trụ sở chính của Công ty <i>Proposal on the change of the Company's head office address</i> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 9 | Tờ trình về việc sửa đổi Điều lệ tổ chức và hoạt động của Công ty <i>Proposal on the amendment of the Company's Charter of Organization and Operation</i> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |

Hà Nội, ngày tháng năm 2025

Hà Nội, 2025

DELEGATE

SHAREHOLDER

(Ký và ghi rõ họ tên)

(Signature, full name)



Số: 04/BC-HĐQT-VPRO
No: 04/BC-HĐQT-VPRO

Hà Nội, ngày 27 tháng 05 năm 2025
Hanoi, May 27, 2025

**BÁO CÁO CỦA HỘI ĐỒNG QUẢN TRỊ
VỀ QUẢN TRỊ VÀ KẾT QUẢ HOẠT ĐỘNG CỦA HỘI ĐỒNG QUẢN TRỊ
VÀ TỪNG THÀNH VIÊN HỘI ĐỒNG QUẢN TRỊ NĂM 2024**

**REPORT OF THE BOARD OF DIRECTORS ("BOD") ON THE MANAGEMENT AND
PERFORMANCE OF THE BOD AND EACH MEMBER OF THE BOD IN 2024 AND THE
PLAN FOR 2025**

Kính thưa Đại hội!! Dear General Meeting of Shareholders!

Thưa toàn thể các Quý vị cổ đông!! Dear Valued Shareholder

Hội đồng quản trị (HĐQT) Công ty xin báo cáo Đại hội đồng cổ đông (DHCĐ) thường niên về tình hình quản trị và kết quả hoạt động của Hội đồng quản trị trong năm 2024 và kế hoạch phát triển năm 2025 của Công ty Cổ phần Đầu tư Nhà Đất Việt (VPro) như sau:

The Board of Directors (BOD) of Viet Property Investment Joint Stock Company (VPro) respectfully reports to the Annual General Meeting of Shareholders on the governance and performance of the BOD in 2024, as well as the Company's development plan for 2025 as follows:

I. Đánh giá hoạt động của Công ty năm 2024/ Evaluation of the Company's Performance in 2024

Năm 2024 là năm khó khăn của các doanh nghiệp, và nền kinh tế nói chung. Mặc dù gặp nhiều khó khăn nhưng Hội đồng quản trị, Ban điều hành và toàn thể cán bộ công nhân viên đã nỗ lực để Công ty duy trì hoạt động ổn định và vững vàng. Ban điều hành đã triển khai các giải pháp nhằm tháo gỡ khó khăn trong công tác quản trị tài chính như tiết giảm các khoản chi, tập trung vào việc thu hồi công nợ tồn đọng từ các tổ chức/cá nhân, tích cực trong công tác xác định doanh thu và thu hồi vốn. Bên cạnh đó, các chính sách chăm lo đến quyền lợi cho người lao động cũng được quan tâm và chấp hành đúng quy định.

The year 2024 was challenging for businesses and the economy in general. Despite many difficulties, the Board of Directors, the Executive Board, and all employees strived to maintain stable and solid operations. The Executive Board implemented measures to overcome financial management challenges, such as cost-cutting, focusing on recovering outstanding receivables from organizations and individuals, and actively identifying revenue and capital recovery. In addition, employee welfare policies were carefully implemented in compliance with regulations.

Công ty đã thực hiện và kết quả sản xuất kinh doanh năm 2024, cụ thể:

The Company's business performance in 2024 was as follows:

- Doanh thu/ Revenue: 787 triệu đồng / VND 787 million
- Lợi nhuận/ Profit (Loss): Lỗ 17.208 triệu đồng/ VND (17,208) million

II. Tình hình thực hiện nhiệm vụ của Hội đồng quản trị năm 2024/ Performance of the Board of Directors in 2024

**1. Tổng kết các cuộc họp của Hội đồng quản trị và các quyết định của Hội đồng quản trị/
Summary of the Meetings and Resolutions of the Board of Directors**

Năm 2024, HĐQT đã tổ chức 15 cuộc họp và 01 phiên xin ý kiến, ban hành 28 nghị quyết, 22 quyết định về các vấn đề quan trọng liên quan đến hoạt động đầu tư, phát triển dự án, các chính sách về nhân sự, quản trị và các hoạt động khác nhằm kịp thời chỉ đạo, định hướng Ban điều hành và các bộ phận trong Công ty thực thi các quyết định của Đại hội đồng cổ đông, kịp thời tháo gỡ vướng mắc cho hoạt động điều hành của Ban Tổng Giám đốc. Nội dung chi tiết các Nghị quyết Hội đồng quản trị đã ban hành được Hội đồng quản trị công ty trình bày chi tiết tại Báo cáo tình hình quản trị công ty năm 2024 và đã được Công ty Công bố thông tin tại trang thông tin điện tử của Công ty, báo cáo với Ủy ban Chứng khoán Nhà nước và báo cáo với Sở Giao dịch Chứng khoán Hà Nội vào ngày 23/01/2025 theo đúng quy định pháp luật.

In 2024, the Board of Directors held 15 meetings and conducted 01 round of written consultation, resulting in the issuance of 28 resolutions and 22 decisions on important matters related to investment activities, project development, human resources policies, corporate governance, and other operations. These actions were taken to promptly direct and guide the Executive Board and departments of the Company in implementing the resolutions of the General Meeting of Shareholders and to address difficulties faced by the Executive Management. The detailed contents of the BOD's resolutions are presented in the 2024 Corporate Governance Report, which has been publicly disclosed on the Company's website, reported to the State Securities Commission of Vietnam, and submitted to the Hanoi Stock Exchange on January 23, 2025, in accordance with legal regulations.

DHDCD vui lòng xem chi tiết tại đường link: <https://vpr.vn> (mục Quan hệ nhà đầu tư/Báo cáo thường niên/Báo cáo quản trị năm 2024).

Shareholders are kindly requested to refer to the full report at: <https://vpr.vn> (Investor Relations > Annual Reports > 2024 Corporate Governance Report).

2. Kết quả hoạt động của HĐQT và các thành viên năm 2024/ Performance of the Board of Directors and its Members in 2024.

Thực hiện theo đúng quy định tại Điều lệ, các quy chế và pháp luật hiện hành, Hội đồng quản trị luôn tuân thủ nghị quyết của Đại hội đồng cổ đông để chỉ đạo và giám sát chặt chẽ các hoạt động sản xuất kinh doanh của Công ty, thực hiện các mục tiêu, giải pháp đã đề ra.

In compliance with the Company's Charter, internal regulations, and applicable laws, the Board of Directors has consistently adhered to the resolutions of the General Meeting of Shareholders to closely direct and supervise the Company's business operations and implement the proposed objectives and solutions.

HĐQT thực hiện họp định kỳ hàng quý và đột xuất nhằm định hướng, chỉ đạo hoạt động điều hành công ty đồng thời giám sát việc triển khai nghị quyết HĐQT của TGD và Ban điều hành một cách kịp thời, cụ thể:

The Board of Directors held regular quarterly and ad-hoc meetings to provide direction and guidance for the Company's management activities, while also supervising the timely implementation of BOD resolutions by the CEO and the Executive Board, specifically as follows:

- Giám sát, củng cố hoàn thiện pháp lý các dự án.

Supervised and strengthened the legal aspects of the Company's projects.

- Chỉ đạo Ban Tổng giám đốc chuẩn bị và cân đối nguồn tài chính cho hoạt động SXKD và đầu tư của Công ty.

Directed the Executive Board to prepare and balance financial resources for the Company's business and investment activities.

- Chỉ đạo TGD & BDH các phương hướng hoạt động kinh doanh thuộc thẩm quyền HĐQT. Giám sát quá trình thực hiện qua các báo cáo.

Directed the general director and Executive Board on business strategies within the authority of the BOD and supervised the implementation through periodic reports.

- Chỉ đạo và tổ chức thành công Đại hội đồng cổ đông thường niên năm 2024.

Directed and successfully organized the 2024 Annual General Meeting of Shareholders.

- Tổ chức chỉ đạo nghiêm túc các báo cáo theo báo cáo tài chính quý, báo cáo bán niên, báo cáo thường niên.

Provided thorough guidance on the preparation of quarterly financial reports, semi-annual reports, and the annual report.

- Theo dõi, cập nhật định kỳ tình hình tài chính, quản lý điều hành, nhân sự, quản lý chi phí của công ty thông qua các báo cáo từ Ban TGD.

Monitored and regularly updated the Company's financial status, management activities, human resources, and cost control through reports from the Executive Board.

3. Kết quả giám sát đối với Tổng Giám đốc và người quản lý khác/Results of supervision over the General Director and other managers

- Ban Tổng Giám đốc đã triển khai hoạt động sản xuất kinh doanh của đơn vị về cơ bản phù hợp với Nghị quyết của ĐHĐCĐ và HĐQT, tuân thủ Điều lệ của Công ty, quy định của pháp luật.

The Executive Board has generally implemented the Company's business operations in accordance with the Resolutions of the General Meeting of Shareholders and the Board of Directors, in compliance with the Company's Charter and legal regulations.

- Thường xuyên tổ chức họp giao ban, họp đột xuất để chỉ đạo các công việc cho các phòng/ban thực hiện một cách kịp thời và hiệu quả.

Regularly organized briefing meetings and ad hoc meetings to promptly and effectively direct departments in their tasks.

- Ban Tổng giám đốc cùng công ty đã chủ động kịp thời đề ra các giải pháp để thực hiện các mục tiêu kinh doanh của công ty.

The Executive Board and the Company have proactively and timely proposed solutions to achieve the Company's business objectives.

- Tuân thủ nghiêm túc và đầy đủ các báo cáo định kỳ hoặc đột xuất theo yêu cầu của các cơ quan quản lý Nhà nước.

Strictly and fully complied with periodic and ad hoc reporting obligations as required by State management agencies.

- Công tác tài chính của công ty đảm bảo chính xác, trung thực nghiêm túc các quy định về kế toán tài chính hiện hành.

The Company's financial operations ensured accuracy, transparency, and compliance with current accounting and financial regulations.

- Thực hiện đầy đủ nghĩa vụ với người lao động, nghĩa vụ nộp thuế và trách nhiệm với cộng đồng.

Fully fulfilled obligations to employees, tax responsibilities, and commitments to the community.

4. Kết quả triển khai thực hiện các nội dung được ĐHĐCĐ thường niên năm 2024 thông qua/Results of implementing the contents approved by the 2024 Annual General Meeting of Shareholders (AGM)

- Về lựa chọn đơn vị kiểm toán: Đã thực hiện chọn Công ty TNHH Kiểm toán Quốc tế (iCPA) là đơn vị thực hiện công tác kiểm toán Báo cáo tài chính bán niên và cả năm 2024.

Regarding the selection of the audit firm: The Company has chosen International CPA Audit Company Limited (iCPA) to perform the audit of the 2024 interim and annual financial statements.

- Về ban hành Điều lệ tổ chức và hoạt động của Công ty (sửa đổi, bổ sung): Công ty đã hoàn thiện việc chỉnh sửa Điều lệ theo Nghị quyết của ĐHĐCĐ năm 2024 và tiến hành lưu hành Điều lệ sửa đổi.

Regarding the issuance of the Company's Charter on organization and operation (amended and supplemented): The Company completed the amendments to the Charter according to the 2024 AGM's resolution and circulated the amended Charter.

- Về việc chi trả thù lao, lương, thưởng cho HĐQT & BKS: Công ty đã thực hiện theo quy chế trả lương của Công ty và chi trả thù lao HĐQT, BKS theo đúng mức đã được ĐHĐCĐ thường niên năm 2024 thông qua.

Regarding payment of remuneration, salary, and bonuses for the Board of Directors (BOD) and the Supervisory Board (SB): The Company has followed the Company's salary policy and paid remuneration to the BOD and SB in accordance with the levels approved by the 2024 AGM.

- Về kế hoạch SXKD năm 2024 đến gần cuối tháng 09/2024 mới được 100% thành viên HĐQT nhiệm kỳ mới thống nhất thông qua dẫn đến khó khăn trong công tác triển khai, thực hiện.

Regarding the 2024 business production plan: It was only unanimously approved by 100% of the new BOD members near the end of September 2024, causing difficulties in implementation and execution.

5. Thù lao, chi phí hoạt động và các lợi ích khác của HĐQT/Remuneration, operating expenses, and other benefits of the Board of Directors:

Chi tiết đã được Công ty trình bày trong Báo cáo tài chính năm 2024 đã được kiểm toán & sẽ trình ĐHĐCĐ thường niên năm 2025.

Details have been presented by the Company in the audited 2024 Financial Statements and will be submitted to the 2025 Annual General Meeting of Shareholders.

6. Đánh giá của thành viên HĐQT độc lập về hoạt động của Hội đồng quản trị năm 2024/Evaluation by the independent members of the Board of Directors on the Board's activities in 2024:

- Mức độ tuân thủ và hiệu quả trong cơ cấu quản trị Công ty: thực hiện theo đúng quy định của pháp luật

Compliance level and effectiveness in the Company's governance structure: fully in accordance with legal regulations.

- HĐQT Công ty đã làm việc với tinh thần trách nhiệm trong công tác quản trị, tuân thủ đúng các quy định đối với Công ty đại chúng. Các cuộc họp của HĐQT đã được triệu tập kịp thời và thực hiện theo các trình tự quy định tại Điều lệ và quy chế nội bộ về quản trị Công ty.

The Board of Directors worked with a responsible spirit in governance, strictly complying with the regulations applicable to public companies. Board meetings were convened timely and conducted according to the procedures set out in the Charter and the Company's internal governance regulations

- Các quyết định của HĐQT tại các cuộc họp đều được HĐQT thông qua theo nguyên tắc đa số, biên bản cuộc họp được lập đầy đủ, có chữ ký của các thành viên HĐQT tham dự họp.

Decisions made by the Board in meetings were approved by majority vote, with meeting minutes fully prepared and signed by attending Board members.

- HĐQT đã thực hiện đúng vai trò, trách nhiệm trong việc chỉ đạo, hỗ trợ, giám sát Ban điều hành thực hiện các nội dung đã được ĐHĐCĐ và HĐQT thông qua, đảm bảo tuân thủ quy định pháp luật, đồng thời hài hòa lợi ích của Công ty và các cổ đông.

The BOD fulfilled their roles and responsibilities in directing, supporting, and supervising the Executive Board to implement contents approved by the AGM and the BOD, ensuring compliance with legal regulations while harmonizing the interests of the Company and shareholders.

7. Báo cáo về các giao dịch giữa công ty, công ty con, công ty do công ty đại chúng nắm quyền kiểm soát trên 50% trở lên vốn điều lệ với thành viên Hội đồng quản trị và những

người có liên quan của thành viên đó; giao dịch giữa công ty với công ty trong đó thành viên Hội đồng quản trị là thành viên sáng lập hoặc là người quản lý doanh nghiệp trong thời gian 03 năm gần nhất trước thời điểm giao dịch/*Report on transactions between the Company, subsidiaries, companies where the public company controls more than 50% charter capital, and members of the Board of Directors and their related parties; transactions between the Company and companies where Board members are founders or managers within the last 3 years before the transaction*

Chi tiết các giao dịch được Hội đồng quản trị công ty trình bày chi tiết tại Báo cáo tình hình quản trị công ty năm 2024. ĐHĐCĐ thường niên năm 2025 vui lòng xem chi tiết tại đường link: <https://vpr.vn> (Mục quan hệ nhà đầu tư/Báo cáo thường niên/Báo cáo quản trị năm 2024).

Detailed transaction information is presented by the Board in the 2024 Corporate Governance Report. The 2025 Annual General Meeting of Shareholders may refer to details at the link: <https://vpr.vn> (Investor Relations section / Annual Reports / 2024 Governance Report).

III. Kế hoạch phát triển năm 2025/*Development Plan for 2025:*

Nhận định tình hình chính trị, kinh tế xã hội năm 2025 có những thuận lợi nhưng cũng còn nhiều khó khăn, trước tình hình đó HĐQT xác định định hướng, kế hoạch phát triển năm 2025 của Công ty cụ thể như sau:

Considering the political, economic, and social conditions in 2025, which offer both opportunities and challenges, the Board has determined the Company's development orientation and plan for 2025 as follows:

- Chỉ đạo, quản trị hoạt động của Công ty ổn định và phát triển hoàn thành các chỉ tiêu do ĐHĐCĐ giao.

Direct and manage Company operations to maintain stability and achieve targets assigned by the AGM.

- Phát huy thế mạnh, tập trung vào mảng ngành đầu tư, kinh doanh cốt lõi. Định hướng trong năm 2025 của Công ty là đẩy mạnh các hoạt động sản xuất, kinh doanh, hoàn thiện pháp lý các dự án bất động sản.

Leverage strengths by focusing on core investment and business sectors. The Company's direction in 2025 is to accelerate production and business activities and complete legal procedures for real estate projects.

- Xúc tiến hợp tác đầu tư, liên doanh liên kết, lập dự án mới, tham gia đấu thầu lựa chọn nhà đầu tư thực hiện đầu tư/sở hữu, phát triển hoặc chuyển nhượng dự án.

Promote investment cooperation, joint ventures, project formulation, and participation in bidding for investors to invest in, own, develop, or transfer projects.

- Kiểm soát việc đầu tư mở mới, cơ cấu vốn hợp lý, sử dụng vốn có hiệu quả để phục vụ hoạt động sản xuất kinh doanh ngắn, trung, dài hạn của công ty.

Control new investments, structure capital reasonably, and use capital effectively to serve the Company's short-, medium-, and long-term business activities.

- Tăng cường công tác nghiên cứu thị trường, tìm kiếm các dự án mới có tiềm năng để đầu tư, khai thác, kinh doanh.

Strengthen market research and seek new potential projects for investment, exploitation, and business.

- Mở rộng ngành nghề phù hợp với năng lực đơn vị.

Expand business sectors suitable to the Company's capacity.

- Xây dựng môi trường làm việc đoàn kết, văn hóa lành mạnh. Gắn kết người lao động thông qua các hoạt động đoàn thể và cộng đồng.

Build a united working environment with a healthy culture. Engage employees through community and organizational activities.

- Tái cấu trúc mô hình hoạt động, kiện toàn bộ máy các phòng ban hoạt động hiệu quả.

Restructure operational models and consolidate organizational units for effective operation.

Trên đây là Báo cáo của Hội đồng quản trị về quản trị và kết quả hoạt động của Hội đồng quản trị và từng thành viên Hội đồng quản trị năm 2024 và kế hoạch phát triển của công ty năm 2025.

The above is the report of the Board of Directors on the governance and performance of the BOD and each member of the BOD in 2024, as well as the Company's development plan for 2025.

Nơi nhận/ Recipients:

- Cổ đông của công ty;
- BKS; HĐQT/ BOD,
Supervisory Board;
- BTC ĐHDCĐ thường niên 2025;
The Organizing Committee of the 2025
AGM
- Lưu HĐQT, TCHC/ Archived BOD,
HR & Admin Dept

TM. HỘI ĐỒNG QUẢN TRỊ
ON BEHALF OF THE BOARD OF DIRECTORS
CHỦ TỊCH/ CHAIRMAN



nhượng toàn bộ sản thương mại, văn phòng tại Chung cư Linh Tây Tower theo hiện trạng thực tế, thu hồi vốn lưu động để tái đầu tư. Trong thời gian tạm thời chưa chuyển nhượng được, Công ty đang tìm kiếm khách hàng để tiếp tục cho thuê toàn bộ diện tích sản thương mại thuộc sở hữu của Công ty tại Chung cư Linh Tây Tower, nhằm đảm bảo dòng tiền ổn định cho các khoản chi phí thường xuyên.

Continue working with relevant authorities to obtain the Certificate of Land Use Rights and Ownership of Assets Attached to Land, or negotiate with appropriate partners to transfer the entire commercial and office space at Linh Tay Tower in its current condition, in order to recover working capital for reinvestment. While the transfer is temporarily pending, the Company is seeking tenants to continue leasing out the entire commercial space it owns at Linh Tay Tower, with the aim of maintaining stable cash flow to cover recurring expenses.

2.3. Đối với diện tích tại tầng 6, Tòa nhà The Golden Palm, 21 Lê Văn Lương/ *Regarding the premises on the 6th floor of The Golden Palm Building, 21 Le Van Luong Street:*

- Tiếp tục tìm kiếm khách hàng/đối tác để khai thác, cho thuê các phần diện tích còn lại để tạo thêm nguồn thu cho Công ty.

Continue seeking customers/partners to utilize and lease out the remaining available space in order to generate additional revenue for the Company.

- Làm việc với các cơ quan quản lý chuyên ngành và Tòa nhà để thi công cải tạo, sửa chữa phần diện tích dịch vụ phía ngoài và tìm kiếm khách hàng để cho thuê hoặc đối tác cùng hợp tác kinh doanh phân chia lợi nhuận hoặc chuyển nhượng một phần diện tích trên nguyên tắc bảo toàn vốn.

Coordinate with relevant regulatory authorities and the building management to carry out renovation and repair works on the external service area, and seek tenants or business partners for profit-sharing cooperation, or transfer part of the area on the principle of capital preservation.

2.4. Đối với Dự án Khu ở mới sinh thái sông Kỳ Cùng xã Mai Pha, thành phố Lạng Sơn/ *Regarding the Ky Cung Riverside Ecological Residential Area Project in Mai Pha Commune, Lang Son City:*

- Thúc đẩy và phối hợp với Công ty cổ phần Đầu tư Kỳ Cùng để thống nhất với UBND tỉnh, các Sở ban ngành để nhằm tháo gỡ tồn tại liên quan đến hạng mục hầm chui qua đường sắt kết nối vào dự án và đẩy nhanh tiến độ giải quyết.

Coordinate with Ky Cung Investment Joint Stock Company and the relevant provincial authorities to resolve outstanding issues related to the railway underpass connecting to the project site and to expedite the necessary approvals.

- Tìm kiếm các Nhà Đầu Tư quan tâm để chuyển nhượng một phần hoặc toàn bộ phần vốn góp đã góp của Công ty trên nguyên tắc bảo toàn vốn (nếu điều kiện cho phép).

Seek interested investors to transfer part or all of the Company's contributed capital on the principle of capital preservation (subject to feasibility).

2.5. Phối hợp và hỗ trợ các Công ty có vốn góp/hợp tác kinh doanh (Công ty cổ phần đầu tư và khoáng sản Việt Yên, Công ty cổ phần đầu tư bất động sản Nam Tiến) tiếp tục thực hiện các dự án để đảm bảo phần vốn góp của VPro được hiệu quả nhất/ *Coordinate and support the invested/cooperating companies (Viet Yen Invest and Minerals Joint Stock Company, Nam Tien Real Estate Investment Joint Stock Company) to continue implementing their projects to ensure VPro's capital contributions are utilized most effectively.*

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2.7. Đối với 02 lô đất tại xã Hòa Thạch, huyện Quốc Oai, TP Hà Nội/*Regarding the two land plots in Hoa Thach Commune, Quoc Oai District, Hanoi:*

Tìm kiếm khách hàng để cho thuê, lập phương án khai thác để tăng thêm nguồn thu trong thời gian chờ tăng giá hoặc chuyển nhượng nếu có hiệu quả trên nguyên tắc bảo toàn vốn.

Seek tenants to lease the land, develop exploitation plans to increase revenue while waiting for price appreciation, or transfer the land if it is financially effective on the principle of capital preservation.

2.8. Tích cực thu hồi công nợ của tổ chức, cá nhân khó đòi tồn tại nhiều năm/*Actively recover long-outstanding debts from organizations and individuals.*

2.9. Phối hợp với cơ quan Thi hành án dân sự TP Hà Nội và TP Hồ Chí Minh để thu hồi tài sản cho Công ty của các vụ án Hoàng Ngọc Sáu, vụ án Hưng Thịnh Phát.../ Coordinate with the Civil Judgment Enforcement Agencies of Hanoi and Ho Chi Minh City to recover assets of the Company related to the Hoang Ngoc Sau and Hung Thinh Phat cases

2.10. Làm việc với các tổ chức tín dụng để bổ sung nguồn vốn hoạt động của Công ty/*Work with credit institutions to supplement the Company's operating capital.*

2.11. Tiếp tục hoạt động, dịch vụ kinh doanh bất động sản, kinh doanh các dịch vụ gia tăng khác.../ *Continue real estate business activities and other value-added services.*

2.12. Tiếp tục tìm kiếm các dự án đầu tư bất động sản, đất nền, đất/sàn dịch vụ thương mại, văn phòng...có tiềm năng để đầu tư và khai thác/*Continue to seek potential investment projects in real estate, land plots, commercial service floors, offices, etc., for investment and exploitation.*

Kinh trình Đại hội đồng cổ đông xem xét, thông qua./

Respectfully submit to the General Meeting of Shareholders for consideration and approval.

Trân trọng cảm ơn!

Sincerely thank you!

Nơi nhận/ Recipients:

- Như trên/ As above;
- HĐQT, BKS/ BOD,
Supervisory Board;
- Lưu: VT/ Archived

TM. BAN TỔNG GIÁM ĐỐC
ON BEHALF OF THE EXECUTIVE BOARD
TỔNG GIÁM ĐỐC
GENERAL DIRECTOR



PHÙNG VIỆT QUYỀN

Số: 01/BC-BKS-VPRO
No: 01/BC-BKS-VPRO

Hà Nội, ngày 15 tháng 05 năm 2025
Hanoi, ... May, 2025

BÁO CÁO

HOẠT ĐỘNG CỦA BAN KIỂM SOÁT NĂM 2024

SUPERVISORY BOARD'S REPORT ON ACTIVITIES FOR THE YEAR 2024

Kính gửi: Đại hội đồng cổ đông Công ty Cổ phần Đầu tư Nhà Đất Việt

To: Shareholders of Viet Property Investment Joint Stock Company

- Căn cứ Luật Doanh nghiệp số 59/2020/QH14 được Quốc hội thông qua ngày 17/06/2020 và các văn bản hướng dẫn thi hành;

Pursuant to The Law on Enterprise No. 59/2020/QH14 dated June 17, 2020 of the National Assembly of the Socialist Republic of Vietnam and its implementing documents

- Căn cứ Luật Chứng khoán số 54/2019/QH14 ngày 26/11/2019 của Quốc hội nước Cộng hòa Xã hội Chủ nghĩa Việt Nam;

Pursuant to The Law on Securities No. 54/2019/QH14 dated November 26, 2019 of the National Assembly of the Socialist Republic of Vietnam and its implementing documents

- Căn cứ Điều lệ tổ chức và hoạt động Công ty Cổ phần Đầu tư Nhà Đất Việt đã được Đại hội đồng cổ đông thông qua;

Pursuant to The Charter of organization and operation of Viet Property Investment Joint Stock Company as approved by the General Meeting of Shareholders;

- Căn cứ Nghị quyết số 01/2022/NQ/ĐHĐCĐ ngày 07/06/2022 của Đại hội đồng cổ đông về việc ban hành Quy chế hoạt động của Ban kiểm soát Công ty Cổ phần Đầu tư Nhà Đất Việt;

Pursuant to Resolution No. 01/2022/NQ/GMS dated June 7, 2022 of the General Meeting of Shareholders on the promulgation of the Regulation on operation of the Supervisory Board of Viet Property Investment Joint Stock Company

- Căn cứ báo cáo tài chính năm 2024 đã được kiểm toán,

Pursuant to the audited financial statements for the year 2024

Ban kiểm soát (BKS) Công ty Cổ phần Đầu tư Nhà Đất Việt kính trình Quý cổ đông báo cáo về tình hình hoạt động năm 2024 của Ban kiểm soát tại Công ty với các nội dung sau:

The Supervisory Board (SB) of Viet Property Investment Joint Stock Company respectfully submits to the esteemed shareholders the report on its activities in 2024 at the Company, with the following contents:

I. HOẠT ĐỘNG CỦA BAN KIỂM SOÁT NĂM 2024/ ACTIVITIES OF THE SUPERVISORY BOARD IN 2024

1. Cơ cấu tổ chức của BKS/ Organizational Structure of the Supervisory Board

BKS đương nhiệm gồm 03 thành viên do ĐHĐCĐ bầu ra để thực hiện các hoạt động giám sát theo quy định của pháp luật và Điều lệ Công ty, bao gồm:

The current Supervisory Board consists of 3 members elected by the General Meeting of Shareholders to perform supervisory activities in accordance with legal regulations and the Company's Charter, including:

| Stt/ No. | Thành viên BKS/Member of Supervisory Board | Chức vụ/Position | Ngày bắt đầu/ không còn là thành viên BKS/Start Date / End Date | | Tỷ lệ sở hữu cổ phần có quyền biểu quyết/Voting Share Ownership Percentage |
|-------------|--|--|--|--------------------------|--|
| | | | Bổ nhiệm/ Appointed | Miễn nhiệm/ Dismissed | |
| 1 | Nguyễn Văn Kỳ | Trưởng BKS/ Head of Supervisory Board | 26/01/2019 | 29/06/2024 | 0 |
| 2 | Nguyễn Thị Hải | Thành viên BKS/ Member of Supervisory Board | Bổ nhiệm 26/1/2019 Tái bổ nhiệm 29/06/2024/ Appointed on January 26, 2019; reappointed on June 29, 2024 | | 0 |
| 3 | Phạm Trung Dũng | Thành viên BKS/ Member of Supervisory Board | 29/06/2024 | | 0 |
| 4 | Nguyễn Thị Thu Giang | Trưởng BKS/ Head of Supervisory Board | Bổ nhiệm 26/1/2019 Tái bổ nhiệm 29/06/2024/ Appointed on January 26, 2019; reappointed on June 29, 2024 | | 0 |

2. Hoạt động của Ban kiểm soát/Supervisory Board's Activities:

Hoạt động của ban kiểm soát tuân thủ chặt chẽ theo Quy chế hoạt động của Ban kiểm soát đã ban hành. Trong năm 2024, Ban kiểm soát đã giám sát và phối hợp với Hội đồng quản trị (HĐQT) và Ban Tổng Giám đốc Công ty trên tinh thần tuân thủ Điều lệ Công ty, Nghị quyết ĐHĐCĐ, tuân thủ quy chế, quy trình hoạt động và các quy định của pháp luật.

The Supervisory Board's activities strictly adhered to its promulgated Operating Regulations. In 2024, the Supervisory Board monitored and coordinated with the Board of Directors and the Executive Board in accordance with the Company's Charter, resolutions of

the General Meeting of Shareholders, internal regulations and procedures, and applicable legal provisions,

Tất cả các thành viên trong BKS đều độc lập và không giữ chức vụ quản lý tại Công ty và đảm bảo tiêu chuẩn và điều kiện của thành viên BKS. Các thành viên BKS đã hoàn thành tốt các nhiệm vụ và tuân thủ quy chế hoạt động của BKS.

All members of the Supervisory Board were independent, held no managerial positions within the Company, and met the standards and conditions required of Supervisory Board members. They successfully fulfilled their duties and complied with the the Regulation on operation of the Supervisory Board

Trong năm, BKS tổ chức 04 cuộc họp trực tiếp, xin ý kiến qua email để thảo luận và thống nhất thông qua các vấn đề của Công ty như thông qua Báo cáo tài chính năm, báo cáo tài chính giữa niên độ, tờ trình ĐHĐCĐ thường niên, đơn thư của cổ đông, ...

In the year, the Supervisory Board held four in-person meetings and collected opinions via email to discuss and approve various Company matters such as the annual financial statements, interim financial statements, proposals to the Annual General Meeting of Shareholders, and shareholder petitions.

Công tác kiểm tra, giám sát của BKS được thực hiện liên tục, có hệ thống nhằm nắm bắt kịp thời thực trạng, kết quả hoạt động của Công ty.

The Supervisory Board's inspection and supervision were conducted regularly and systematically to promptly capture the Company's operational status and performance.

BKS đã tham dự đầy đủ các cuộc họp của HĐQT và tham gia ý kiến về các vấn đề liên quan đến công tác quản lý, điều hành hoạt động SXKD của Công ty.

The Supervisory Board fully attended all Board of Directors meetings and contributed opinions on matters related to the Company's management and business operations.

Mức lương, thù lao, các khoản thưởng, chi phí hoạt động và các lợi ích khác của Ban kiểm soát trong năm 2024 được thực hiện theo nghị quyết của ĐHĐCĐ số 01/2024/NQ/ĐHĐCĐ-VPRO ngày 29/06/2024 (chi tiết thù lao của BKS được thể hiện tại tờ trình quyết toán thù lao của HĐQT, BKS năm 2024).

Salaries, remunerations, bonuses, operating expenses, and other benefits of the Supervisory Board in 2024 were implemented in accordance with Resolution No. 01/2024/NQ/GMS-VPRO dated June 29, 2024, of the General Meeting of Shareholders (details are provided in the Proposal on the remuneration finalization for the Board of Directors and the Supervisory Board in 2024).

II. BÁO CÁO KẾT QUẢ HOẠT ĐỘNG KINH DOANH NĂM 2024 CỦA CÔNG TY/ BUSINESS PERFORMANCE REPORT OF THE COMPANY FOR 2024

1. Kết quả kinh doanh năm 2024/ 2024 Business Results:

Sau đây là một số thông tin về kết quả kinh doanh và tình hình tài chính tổng hợp của Công ty:

The following is a summary of the Company's business performance and overall financial position for the year 2024:

- Kết quả kinh doanh/ *Business results:*

Đơn vị tính/Unit: VND

| TT/ | CHỈ TIÊU/ITEMS | Năm nay/Current | Năm |
|-----|----------------|-----------------|-----|
|-----|----------------|-----------------|-----|

| No. | | Year | trước/Previous Year |
|-----|---|--------------------------------------|--------------------------------------|
| 1 | Doanh bán hàng và cung cấp dịch vụ/ <i>Revenue from sales of goods and provision of services</i> | 503.204.817 503,204,817 | 1.445.583.263 1,445,583,263 |
| 2 | Các khoản giảm trừ doanh thu/ <i>Deductions from revenue</i> | 0 0 | 4.245.134.134 4,245,134,134 |
| 3 | Doanh thu thuần về bán hàng và CCDV/ <i>Net revenue from sales of goods and services</i> | 503.204.817 503,204,817 | (2.799.550.871) (2,799,550,871) |
| 4 | Lợi nhuận thuần từ hoạt động kinh doanh/ <i>Net profit from business activities</i> | (17.136.518.074) (17,136,518,074) | (87.945.705.678) (87,945,705,678) |
| 5 | Tổng lợi nhuận kế toán trước thuế/ <i>Total accounting profit before tax</i> | (17.208.739.281) (17,208,739,281) | (88.808.673.309) (88,808,673,309) |
| 6 | Lợi nhuận sau thuế TNDN/ <i>Profit after corporate income tax</i> | (17.208.739.281) (17,208,739,281) | (88.808.673.309) (88,808,673,309) |

- Tình hình tài sản, nguồn vốn/ *Assets and Capital Structure:*

Đơn vị tính/Unit: VND

| TÀI SẢN/ASSETS | 31/12/2024 | 31/12/2023 |
|--|--|--|
| Tài sản ngắn hạn/ <i>Current assets</i> | 71.151.932.750 71,151,932,750 | 101.857.559.368 101,857,559,368 |
| Tài sản dài hạn/ <i>Non-current assets</i> | 129.983.710.991 129,983,710,991 | 116.268.893.836 116,268,893,836 |
| Tổng cộng tài sản/ <i>Total assets</i> | 201.135.643.741 201,135,643,741 | 218.126.453.204 218,126,453,204 |
| Nợ phải trả/ <i>Liabilities</i> | 54.050.141.546 54,050,141,546 | 53.832.211.728 53,832,211,728 |
| Vốn chủ sở hữu/ <i>Equity</i> | 147.085.502.195 147,085,502,195 | 164.294.241.476 164,294,241,476 |
| Tổng cộng nguồn vốn/ <i>Total capital</i> | 201.135.643.741 201,135,643,741 | 218.126.453.204 218,126,453,204 |

BKS đã thực hiện thẩm tra Báo cáo tài chính bán niên và báo cáo tài chính kết thúc niên độ của Công ty, công tác thực hiện không chỉ bao gồm việc kiểm tra chọn mẫu xác suất các hồ sơ, hợp đồng thực hiện và các hồ sơ liên quan mà còn đưa ra các kiến nghị đối với HĐQT và Ban Tổng Giám đốc nhằm tuân thủ, hoàn thiện các quy chế, quy định liên quan tình hình hoạt động và tài chính của Công ty.

The Supervisory Board has conducted a review of the Company's interim financial statements and year-end financial statements. This review process not only involved sampling and verifying relevant documents and contracts but also included making recommendations to the Board of Directors and the Executive Board to ensure compliance with and improvement of regulations and policies related to the Company's operational and financial matters.

Căn cứ vào Báo cáo tài chính đã được kiểm toán năm 2024 và số liệu do Ban Tổng Giám đốc cung cấp, Ban Kiểm soát có ý kiến như sau:

Based on the audited financial statements for the year 2024 and the data provided by the Executive Board, the Supervisory Board expresses the following opinions:

- Việc ghi chép, lập và trình bày các số liệu trong báo cáo tài chính năm 2024 về cơ bản tuân thủ các chuẩn mực và chế độ kế toán doanh nghiệp hiện hành.

The recording, preparation, and presentation of figures in the 2024 financial statements basically comply with current accounting standards and corporate accounting regulations.

- Tuy nhiên, trong báo cáo kiểm toán năm 2024, đơn vị kiểm toán độc lập đã từ chối đưa ra ý kiến do không thu thập được đầy đủ bằng chứng kiểm toán liên quan đến nhiều khoản mục trọng yếu, chủ yếu là các tồn đọng có nguyên nhân từ các năm trước. Ngoài ra, đơn vị kiểm toán cũng nêu rõ một số vấn đề cần nhấn mạnh liên quan đến khả năng hoạt động liên tục của Công ty. Ban Kiểm soát đề nghị Hội đồng Quản trị và Ban Tổng Giám đốc Công ty chỉ đạo Đơn vị tiếp tục làm việc với Công ty kiểm toán, tập hợp, bổ sung hồ sơ, chứng từ, tăng cường công tác đối chiếu, xác nhận công nợ và bổ sung hồ sơ pháp lý,... để khắc phục các tồn tại nêu trên.

However, in the 2024 audit report, the independent auditor refused to express an opinion due to the inability to obtain sufficient audit evidence related to several material items, mainly stemming from outstanding issues from previous years. Additionally, the auditor highlighted certain matters that emphasize concerns about the Company's ability to continue as a going concern. The Supervisory Board recommends that the Board of Directors and the Executive Board direct the Company to continue working with the auditing firm to gather and supplement documents and records, strengthen the reconciliation and confirmation of receivables and payables, and provide additional legal documentation in order to address the aforementioned issues.

2. Kết quả giám sát đối với HĐQT, Ban Tổng Giám đốc của Công ty/Supervision Results on the Board of Directors and the Company's Executive Board

Hoạt động của Hội đồng quản trị/Activities of the Board of Directors

Trong năm, HĐQT đã tổ chức 15 cuộc họp và 01 phiếu lấy ý kiến bằng văn bản, qua đó ban hành 28 Nghị quyết cùng các văn bản chỉ đạo điều hành khác. Các quyết định của HĐQT được ban hành đúng trình tự, thẩm quyền và đảm bảo tính pháp lý theo quy định hiện hành.

During the year, the Board of Directors (BOD) held 15 meetings and issued 1 written voting ballot, through which it promulgated 28 resolutions along with other directives and management documents. All decisions made by the BOD were issued in accordance with the proper procedures, authority, and ensured legal validity as prescribed by current regulations.

Trong năm 2024, Hội đồng Quản trị (HĐQT) đã thực hiện vai trò quản lý, giám sát và ra quyết định chiến lược theo đúng quy định của pháp luật, Điều lệ Công ty và các Nghị quyết của Đại hội đồng cổ đông (ĐHĐCĐ). Các hoạt động điều hành của HĐQT nhìn chung bám sát mục tiêu đã được ĐHĐCĐ thông qua, thể hiện qua việc tổ chức họp định kỳ, kịp thời thảo luận và ban hành các chủ trương nhằm đảm bảo hoạt động ổn định của doanh nghiệp trong bối cảnh còn nhiều khó khăn.

In 2024, the Board of Directors fulfilled its role in management, supervision, and strategic decision-making in compliance with the law, the Company's Charter, and the resolutions of the General Meeting of Shareholders (GMS). The BOD's management activities generally aligned closely with the objectives approved by the GMS, as demonstrated by timely regular meetings, discussions, and issuance of policies to ensure stable operations of the Company despite numerous challenges.

Tuy nhiên, Ban Kiểm soát nhận thấy một số tồn tại trong quá trình điều hành, Ban Kiểm soát đề nghị HĐQT tiếp tục củng cố cơ chế phối hợp, tập trung cho giải pháp, định hướng hoạt động SXKD của Công ty.

However, the Supervisory Board noted some shortcomings in the management process and recommends that the BOD continue to strengthen coordination mechanisms and focus on solutions and directions for the Company's business and production activities.

Hoạt động của Ban điều hành/ Operations of the Executive Board

Công tác điều hành hoạt động SXKD của Ban Tổng Giám đốc Công ty đã tuân thủ luật Doanh nghiệp, Điều lệ hoạt động, Nghị quyết của ĐHĐCĐ/HĐQT Công ty.

The business operation management by the Company's Executive Board has complied with the Enterprise Law, the Company's Charter, and the resolutions of the General Meeting of Shareholders (GMS) and the Board of Directors (BOD).

Ban Tổng Giám đốc Công ty đã hỗ trợ và tạo điều kiện để Ban kiểm soát thực hiện chức năng của mình, các ý kiến của Ban kiểm soát luôn được Ban Tổng Giám đốc Công ty phản hồi đầy đủ và kịp thời.

The Executive Board has supported and facilitated the Supervisory Board in performing its functions; the Supervisory Board's opinions have always been fully and promptly responded to by the Executive Board.

Công ty đã thực hiện các quy định về công bố thông tin đối với Công ty đại chúng, báo cáo tài chính, báo cáo quản trị, báo cáo thường niên, báo cáo về giao dịch cổ phiếu của cổ đông nội bộ, báo cáo các giao dịch giữa Công ty, công ty con, công ty khác do Công ty nắm quyền kiểm soát trên năm mươi phần trăm (50%) trở lên vốn điều lệ với thành viên HĐQT, Tổng Giám đốc, người điều hành khác của Công ty và những người có liên quan của thành viên đó; giao dịch giữa Công ty với công ty trong đó thành viên HĐQT là thành viên sáng lập hoặc là người quản lý doanh nghiệp trong thời gian 03 năm gần nhất trước thời điểm giao dịch. Công ty đã chủ động rà soát và khắc phục thực hiện công bố bổ sung thông tin để đảm bảo đúng quy định đối với một số trường hợp công bố thông tin bất thường.

The Company has complied with information disclosure regulations applicable to public companies, including financial statements, governance reports, annual reports, reports on insider share transactions, and reports on transactions between the Company, its subsidiaries, and other companies in which the Company holds controlling interest of fifty percent (50%) or more of charter capital involving members of the BOD, the General Director, other executives, and their related parties; as well as transactions between the Company and companies where members of the BOD are founders or managers within the last three years prior to the transaction. The Company has proactively reviewed and remedied its disclosure practices to ensure compliance with regulations in cases of unusual information disclosures.

3. Sự phối hợp hoạt động giữa Ban kiểm soát với Hội đồng quản trị, Ban Tổng Giám đốc Công ty, cổ đông/Coordination between the Supervisory Board, the Board of Directors, the Executive Board, and Shareholders:

Ban kiểm soát đã chủ động trao đổi, thống nhất với HĐQT, Ban Tổng Giám đốc Công ty về các nội dung kế hoạch kiểm tra, giám sát và phối hợp trong suốt quá trình triển khai thực hiện công tác kiểm tra, giám sát.

The Supervisory Board has proactively communicated and reached consensus with the Board of Directors and the Company's General Director on the inspection and supervision plans, as well as coordinated throughout the implementation process of inspection and supervision activities.

Ban điều hành luôn tạo điều kiện thuận lợi cho Ban kiểm soát thu thập thông tin, tài liệu liên quan đến các hoạt động sản xuất kinh doanh của Công ty.

The Executive Board has always facilitated the Supervisory Board in collecting information and documents related to the Company's business operations.

Hội đồng quản trị, Ban kiểm soát, Ban Tổng Giám đốc đã phối hợp chặt chẽ trong công tác quản lý, điều hành các hoạt động theo Nghị quyết của Đại hội đồng cổ đông và các Nghị quyết, Quyết định của HĐQT.

The Board of Directors, Supervisory Board, and Executive Board have closely coordinated in managing and directing activities in accordance with the resolutions of the General Meeting of Shareholders and the resolutions and decisions of the Board of Directors.

Trong kỳ, Ban Kiểm soát có tiếp nhận đơn thư của cổ đông. BKS đã thực hiện kiểm tra theo đúng quy định của pháp luật về quyền và nghĩa vụ của Ban Kiểm soát.

During the period, the Supervisory Board received letters from shareholders and conducted inspections in accordance with the laws regarding the rights and obligations of the Supervisory Board.

III. ĐỊNH HƯỚNG KẾ HOẠCH HOẠT ĐỘNG CỦA BAN KIỂM SOÁT NĂM 2025/PLAN AND ORIENTATION FOR THE SUPERVISORY BOARD'S ACTIVITIES IN 2025

Kiểm tra, giám sát và phối hợp với HĐQT và Ban Tổng Giám đốc Công ty trên tinh thần tuân thủ Điều lệ Công ty, Nghị quyết ĐHĐCĐ, tuân thủ quy chế, quy trình hoạt động và các quy định của pháp luật.

Inspect, supervise, and coordinate with the Board of Directors and the General Director in compliance with the Company's Charter, the resolutions of the General Meeting of Shareholders, operational regulations, procedures, and legal provisions.

Kiểm tra, giám sát tình hình thực hiện kế hoạch sản xuất kinh doanh của đơn vị năm 2025 được ĐHĐCĐ thông qua.

Inspect and supervise the implementation of the 2025 business plan approved by the General Meeting of Shareholders.

Thẩm định tính đầy đủ, hợp pháp và trung thực báo cáo tình hình kinh doanh, báo cáo tài chính bán niên, BCTC năm và những vấn đề liên quan đến kiểm toán báo cáo tài chính hàng năm.

Assess the completeness, legality, and accuracy of business reports, interim financial statements, annual financial statements, and issues related to the annual audit of financial statements.

Tham gia góp ý, giám sát việc ban hành, sửa đổi, bổ sung và thực hiện các quy chế quản lý của Công ty phù hợp với Điều lệ Công ty và quy định của Pháp luật hiện hành.

Participate in commenting on, supervising the issuance, amendment, supplementation, and implementation of the Company's management regulations in accordance with the Company's Charter and current legal regulations.

Duy trì chế độ họp định kỳ, chế độ làm việc và thông tin thường xuyên trong BKS.

Maintain regular meetings, working regime, and frequent information exchange within the Supervisory Board.

Thực hiện các quyền và nghĩa vụ khác của Ban kiểm soát theo quy định của Luật Doanh nghiệp, Điều lệ công ty và Nghị quyết của ĐHĐCĐ.

Perform other rights and obligations of the Supervisory Board as prescribed by the Enterprise Law, the Company's Charter, and resolutions of the General Meeting of Shareholders.

Trên đây là Báo cáo hoạt động của BKS Công ty CP Đầu tư Nhà Đất Việt năm 2024. Kính trình Đại hội đồng cổ đông thông qua.

The above is the activity report of the Supervisory Board of Viet Property Investment Joint Stock Company for the year 2024, respectfully submitted to the General Meeting of Shareholders for approval.

Xin trân trọng cảm ơn./.

Sincerely thank you./.

Nơi nhận/ Recipients:

- Như trên/ As above;
- HĐQT/ BOD,
- Lưu: BKS/ Archived: Supervisory Board;

**T.M BAN KIỂM SOÁT
ON BEHALF OF THE SUPERVISORY BOARD
TRƯỞNG BAN
HEAD OF THE SUPERVISORY BOARD**



Nguyễn Thị Thu Giang



Số: 04./TTr-HDQT-VPRO
No: 04./TTr-HDQT-VPRO

Hà Nội, ngày 27 tháng 05 năm 2025
Hanoi, ... May, 27, 2025

TỜ TRÌNH/ PROPOSAL

Về việc Thông qua Báo cáo tài chính năm 2024 đã được kiểm toán
Regarding Approval of Audited Financial Statements for 2024

Kính gửi: Đại hội đồng cổ đông Công ty cổ phần Đầu tư Nhà Đất Việt
To: Shareholders of Viet Property Investment Joint Stock Company

- Căn cứ Luật Doanh nghiệp số 59/2020/QH14 được Quốc hội thông qua ngày 17/06/2020 và các văn bản hướng dẫn thi hành, văn bản sửa đổi, bổ sung;
Pursuant to the Law on Enterprise No. 59/2020/QH14 dated June 17, 2020 of the National Assembly of the Socialist Republic of Vietnam and its implementing documents, amendments and supplements;
- Căn cứ Luật Chứng khoán số 54/2019/QH14 được Quốc hội thông qua ngày 26/11/2019 và các văn bản hướng dẫn thi hành, văn bản sửa đổi, bổ sung;
Pursuant to the Law on Securities No. 54/2019/QH14 dated November 26, 2019 of the National Assembly of the Socialist Republic of Vietnam and its implementing documents, amendments and supplements;
- Căn cứ Điều lệ tổ chức và hoạt động của Công ty cổ phần Đầu tư Nhà Đất Việt.
Pursuant to the Charter of organization and operation of Viet Property Investment Joint Stock Company.

Hội đồng quản trị kính đề nghị Đại hội đồng cổ đông Công ty cổ phần Đầu tư Nhà Đất Việt xem xét và quyết định thông qua Báo cáo tài chính năm 2024 của Công ty cổ phần Đầu tư Nhà Đất Việt đã được Công ty TNHH Kiểm toán Quốc tế (iCPA) kiểm toán. Báo cáo kiểm toán năm 2024 đã được ban hành theo số hiệu: 032806/2025/BCKT-iCPA ngày 28/03/2025 với các nội dung chính như sau:

The Board of Directors respectfully proposes that the General Meeting of Shareholders of Viet Property Investment Joint Stock Company consider and decide to approve the 2024 Financial Statement of Viet Property Investment Joint Stock Company audited by International CPA Company Limited (iCPA). The 2024 audit report was issued under the number: 032806/2025/BCKT-iCPA dated March 28, 2025 with the following main contents:

1. Một số chỉ tiêu tài chính chủ yếu trong báo cáo tài chính năm 2024/ Some key financial indicators in the 2024 financial report:

| | |
|-------------------|--------------------|
| - Tổng tài sản: | 201,14 tỷ đồng |
| - Total Assets | 201.14 billion VND |
| - Vốn chủ sở hữu: | 147,09 tỷ đồng |
| - Equity: | 147.09 billion VND |

| | |
|--|----------------------|
| Vốn điều lệ: | 500,00 tỷ đồng |
| - Charter capital: | 500.00 billion VND |
| Doanh thu thuần về bán hàng và cung cấp dịch vụ | 503,20 triệu đồng |
| - Net revenue from sale of goods and provision of services | 503.20 million VND |
| Doanh thu hoạt động tài chính: | 284,09 triệu đồng |
| - Revenue from financial activities | 284.09 million VND |
| Lợi nhuận sau thuế: | (17,208) tỷ đồng |
| - Profit after tax: | (17.208) billion VND |

2. Ý kiến kiểm toán Báo cáo tài chính năm 2024/ Audit opinion on the 2024 Financial Statements:

Ý kiến kiểm toán đã được thể hiện đầy đủ trong báo cáo tài chính năm 2024 đã được kiểm toán của Công ty/ The audit opinion has been fully reflected in the Company's audited 2024 financial statements.

(Báo cáo tài chính đã kiểm toán được đăng tải trên trang thông tin điện tử của Công ty để nghị Quý cổ đông xem tại địa chỉ: <https://vpr.vn>)

(The audited financial statements are posted on the Company's website, please refer to the address: <https://vpr.vn>)

Kính trình Đại hội đồng cổ đông xem xét, thông qua./.

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

Trân trọng cảm ơn!

Sincerely thank you!

Nơi nhận/ Recipients:

- Như trên/ As above;
- HĐQT, BKS, Ban TGD/ BOD, Supervisory Board, Board of Management;
- Lưu VT/ Archived.

**TM. HỘI ĐỒNG QUẢN TRỊ
ON BEHALF OF THE BOARD OF DIRECTORS
CHỦ TỊCH/ CHAIRMAN**



BUI QUANG MINH



Số: 01/TTr-BKS-VPRO
No: 01/TTr-BKS-VPRO

Hà Nội, ngày 27 tháng 05 năm 2025
Hanoi, ... May ... 27 .., 2025

TỜ TRÌNH/ PROPOSAL

Về việc Lựa chọn đơn vị kiểm toán năm 2025

Regarding The selection of the Auditing Firm in 2025

Kính gửi: Đại hội đồng cổ đông Công ty CP Đầu tư Nhà Đất Việt

To: Shareholders of Viet Property Investment Joint Stock Company

- Luật Doanh nghiệp số 59/2020/QH14 được Quốc hội thông qua ngày 17/06/2020 và các văn bản hướng dẫn thi hành, văn bản sửa đổi, bổ sung;
The Law on Enterprise No. 59/2020/QH14 dated June 17, 2020 of the National Assembly of the Socialist Republic of Vietnam and its implementing documents, amendments and supplements;
- Luật Chứng khoán số 54/2019/QH14 được Quốc hội thông qua ngày 26/11/2019 và các văn bản hướng dẫn thi hành, văn bản sửa đổi, bổ sung;
The Law on Securities No. 54/2019/QH14 dated November 26, 2019 of the National Assembly of the Socialist Republic of Vietnam and its implementing documents, amendments and supplements;
- Điều lệ tổ chức và hoạt động của Công ty cổ phần Đầu tư Nhà Đất Việt.
The Charter of organization and operation of Viet Property Investment Joint Stock Company.

Để thực hiện việc kiểm toán Báo cáo tài chính cho Công ty cổ phần Đầu tư Nhà Đất Việt và thực hiện kiểm tra các hoạt động của Công ty khi xét thấy cần thiết theo quy định của pháp luật và Điều lệ tổ chức và hoạt động của Công ty, Ban kiểm soát kính trình Đại hội đồng cổ đông phê duyệt danh sách các công ty kiểm toán và ủy quyền cho HĐQT lựa chọn một trong các Đơn vị sau để thực hiện việc kiểm toán Báo cáo tài chính cho Công ty và thực hiện kiểm tra các hoạt động của Công ty khi xét thấy cần thiết theo quy định trong năm tài chính 2025:

To perform the audit of the Financial Statements of Viet Property Investment Joint Stock Company and to conduct inspections of the Company's activities when deemed necessary in accordance with the provisions of law and the Company's Charter, the Supervisory Board respectfully submits to the General Meeting of Shareholders for approval the list of auditing firms and proposes to authorize the Board of Directors to select one of the following firms to carry out the audit of the Company's Financial Statements and to inspect the Company's activities when deemed necessary under applicable regulations for the fiscal year 2025:

- Công ty TNHH Kiểm toán quốc tế (ICPA);
International Auditing Company Limited (ICPA);
- Công ty TNHH Kiểm toán và định giá Việt Nam (VAE);
Vietnam Auditing and Evaluation Company Limited (VAE);



- Công ty TNHH Kiểm toán và thẩm định giá Việt Nam (AVA).

Vietnam Auditing and Valuation Company Limited (AVA).

Trong trường hợp HĐQT không đàm phán được với các đơn vị kiểm toán nêu trên hoặc các đơn vị kiểm toán nêu trên không thể thực hiện việc kiểm toán báo cáo tài chính của Công ty cổ phần Đầu tư Nhà Đất Việt năm 2025, Ban kiểm soát kính trình ĐHĐCĐ ủy quyền cho HĐQT Công ty chủ động lựa chọn đơn vị kiểm toán khác trong danh sách các Công ty kiểm toán được kiểm toán cho đơn vị có lợi ích công chúng năm 2025 được Ủy ban Chứng khoán Nhà Nước chấp thuận, trên cơ sở chất lượng dịch vụ và mức phí kiểm toán phù hợp.

In the event that the Board of Directors is unable to reach an agreement with the aforementioned auditing firms or if those firms are unable to perform the audit of the Financial Statements of Viet Property Investment Joint Stock Company for the fiscal year 2025, the Supervisory Board respectfully submits to the General Meeting of Shareholders to authorize the Board of Directors to proactively select another auditing firm from the list of audit firms approved by the State Securities Commission of Vietnam to audit public interest entities in 2025, based on service quality and a reasonable audit fee.

Kính trình ĐHĐCĐ xem xét, thông qua.

We respectfully submit to the General Meeting of Shareholders for consideration and approval.

Trân trọng cảm ơn!

Sincerely thank you.

Nơi nhận:

- Như trên/ As above;
- HĐQT, BKS/ BOD, Supervisory Board;
- Lưu VT/ Archived.

TM. BAN KIỂM SOÁT
ON BEHALF OF THE SUPERVISORY BOARD
TRƯỞNG BAN
HEAD OF SUPERVISORY BOARD



Nguyễn Thị Thu Giang



Số: 02 /TTr-HĐQT-VPRO
No: 02 /TTr-HĐQT-VPRO

Hà Nội, ngày 27 tháng 05 năm 2025
Hanoi, ... May, 2025

TỜ TRÌNH/ PROPOSAL

*Về việc thông qua mức cổ tức đối với mỗi cổ phần của từng loại năm 2024
và kế hoạch năm 2025*

*Regarding the approval of dividend rates per share for each share class in 2024 and
the dividend plan for 2025*

Kính gửi: Đại hội đồng cổ đông Công ty CP Đầu tư Nhà Đất Việt
To: Shareholders of Viet Property Investment Joint Stock Company

Căn cứ/ Pursuant to:

- Luật Doanh nghiệp số 59/2020/QH14 được Quốc hội thông qua ngày 17/06/2020 và các văn bản hướng dẫn thi hành, văn bản sửa đổi, bổ sung;
The Law on Enterprise No. 59/2020/QH14 dated June 17, 2020 of the National Assembly of the Socialist Republic of Vietnam and its implementing documents, amendments and supplements;
- Luật Chứng khoán số 54/2019/QH14 được Quốc hội thông qua ngày 26/11/2019 và các văn bản hướng dẫn thi hành, văn bản sửa đổi, bổ sung;
The Law on Securities No. 54/2019/QH14 dated November 26, 2019 of the National Assembly of the Socialist Republic of Vietnam and its implementing documents, amendments and supplements;
- Điều lệ tổ chức và hoạt động của Công ty cổ phần Đầu tư Nhà Đất Việt.
The Charter of organization and operation of Viet Property Investment Joint Stock Company.

Hội đồng quản trị báo cáo như sau/ *The Board of Directors reports as follows:*

1. Mức cổ tức đối với mỗi cổ phần của từng loại năm 2024/ Dividend level for each share of each type in 2024:

Năm 2024, Công ty đang lỗ lũy kế nên không đủ điều kiện để chi trả cổ tức cho cổ đông.

In 2024, the Company is incurring accumulated losses and is therefore not eligible to pay dividends to shareholders.

2. Kế hoạch chi trả cổ tức năm 2025/ Dividend payment plan for 2025:

Căn cứ kế hoạch kinh doanh và nhu cầu tài chính của Công ty, Công ty dự kiến không thực hiện chi trả cổ tức năm 2025.

Based on the Company's business plan and financial needs, the Company plans not to pay dividends in 2025.



Kính trình Đại hội đồng cổ đông xem xét, thông qua./.

Respectfully submit to the General Meeting of Shareholders for consideration and approval./.

Trân trọng.

Sincerely.

Nơi nhận/ Recipients:

- Như trên/ As above;
- HĐQT, BKS/ BOD,
Supervisory Board;
- Lưu: VT/ Archived.

TM. HỘI ĐỒNG QUẢN TRỊ
ON BEHALF OF THE BOARD OF DIRECTORS
CHỦ ĐỊCH/ CHAIRMAN



BUI QUANG MINH



Số: 03/TTr-HDQT-VPRO
No: 03/TTr-HDQT-VPRO

Hà Nội, ngày 27 tháng 05 năm 2025
Hanoi, ... May ... 2025

TỜ TRÌNH/ PROPOSAL

Về việc Quyết toán thù lao của HĐQT, BKS năm 2024; Dự kiến thù lao HĐQT, BKS năm 2025
Regarding the remuneration finalization for the Board of Directors and the Supervisory Board in 2024; The proposed remuneration plan for 2025

Kính gửi: Đại hội đồng cổ đông Công ty CP Đầu tư Nhà Đất Việt
To: Shareholders of Viet Property Investment Joint Stock Company

Căn cứ/ Pursuant to:

- Luật Doanh nghiệp số 59/2020/QH14 được Quốc hội thông qua ngày 17/06/2020 và các văn bản hướng dẫn thi hành, văn bản sửa đổi, bổ sung;
The Law on Enterprise No. 59/2020/QH14 dated June 17, 2020 of the National Assembly of the Socialist Republic of Vietnam and its implementing documents, amendments and supplements;
- Luật Chứng khoán số 54/2019/QH14 được Quốc hội thông qua ngày 26/11/2019 và các văn bản hướng dẫn thi hành, văn bản sửa đổi, bổ sung;
The Law on Securities No. 54/2019/QH14 dated November 26, 2019 of the National Assembly of the Socialist Republic of Vietnam and its implementing documents, amendments and supplements;
- Điều lệ tổ chức và hoạt động của Công ty cổ phần Đầu tư Nhà Đất Việt.
The Charter of organization and operation of Viet Property Investment Joint Stock Company.

Hội đồng quản trị Công ty Cổ phần Đầu tư Nhà Đất Việt kính báo cáo Đại hội đồng cổ đông Công ty quyết toán thù lao của HĐQT, BKS năm 2024 và dự kiến thù lao HĐQT, BKS năm 2025 như sau:

The Board of Directors of Viet Property Investment Joint Stock Company respectfully reports to the General Meeting of Shareholders of the Company on the finalization of remuneration for the Board of Directors and Board of Supervisors in 2024 and the expected remuneration for the Board of Directors and Board of Supervisors in 2025 as follows:

I. Quyết toán thù lao của HĐQT, BKS năm 2024/ Finalization of remuneration of the Board of Directors and Board of Supervisors in 2024:

Đơn vị tính/ Unit: đồng/ VND

| STT/ No | Chức danh/ Title | Mức lương, thù lao/tháng/ Salary, remuneration/month | Số người/ Number | Mức lương, thù lao/năm/ Salary, remuneration/year |
|------------|--|--|---------------------|---|
| I | Hội đồng quản trị/ Board of Directors | | | |

| | | | | |
|-----------|---|--|---|----------------------------|
| 1 | TV HĐQT chuyên trách (hoặc tham gia điều hành hoạt động Công ty)/ <i>Full-time Board of Directors (or participating in the Company's operations).</i> | Theo quy chế trả lương công ty/ <i>According to company salary regulations</i> | 1 | |
| 2 | TV HĐQT không chuyên trách/ <i>Non-professional Board Member</i> | 2.500.000 2,500,000 | 4 | 120.000.000 120,000,000 |
| II | Ban kiểm soát/ <i>Board of Supervisors</i> | | | |
| 1 | Trưởng Ban KS chuyên trách/ <i>Head of the specialized Board of Supervisors</i> | Theo quy chế trả lương công ty/ <i>According to company salary regulations</i> | 1 | |
| 2 | TV BKS không chuyên trách/ <i>Non-professional member of the Board of Supervisors</i> | 1.500.000 1,500,000 | 2 | 36.000.000 36,000,000 |

II. Dự kiến thù lao HĐQT, BKS năm 2025/ *Expected remuneration of Board of Directors and Supervisory Board in 2025*

Đơn vị tính/ Unit: đồng/ VND

| STT/ No | Chức danh/ <i>Title</i> | Mức lương, thù lao/tháng/ <i>Salary, remuneration/month</i> | Số người/ Numver | Mức lương, thù lao/năm/ <i>Salary, remuneration/year</i> |
|------------|---|--|---------------------|--|
| I | Hội đồng quản trị/ <i>Board of Directors</i> | | | |
| 1 | TV HĐQT chuyên trách (hoặc tham gia điều hành hoạt động Công ty)/ <i>Full-time Board of Directors (or participating in the Company's operations).</i> | Theo quy chế trả lương công ty/ <i>According to company salary regulations</i> | 1 | |
| 2 | TV HĐQT không chuyên trách/ <i>Non-professional Board Member</i> | 2.500.000 2,500,000 | 4 | 120.000.000 120,000,000 |
| II | Ban kiểm soát/ <i>Board of Supervisors</i> | | | |
| 1 | Trưởng Ban KS chuyên trách/ <i>Head of the specialized Board of Supervisors</i> | Theo quy chế trả lương công ty/ <i>According to company salary regulations</i> | 1 | |
| 2 | TV BKS không chuyên trách/ <i>Non-professional member of the Board of Supervisors</i> | 1.500.000 1,500,000 | 2 | 36.000.000 36,000,000 |

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CÔNG TY
CỔ PHẦN
ĐẦU TƯ
ĐẤT VIỆT
GIẤY - 1.8

Kính trình Đại hội đồng cổ đông xem xét, thông qua./.

Respectfully submit to the General Meeting of Shareholders for consideration and approval./.

Trân trọng cảm ơn!

Sincerely thank you!

Nơi nhận/ Recipients:

- Như trên/ As above;
- HĐQT, BKS/ BOD,
Supervisory Board;
- Lưu: VT/ Archived

TM. HỘI ĐỒNG QUẢN TRỊ
ON BEHALF OF THE BOARD OF DIRECTORS
CHỦ TỊCH/ CHAIRMAN



BÙI QUANG MINH

Số: 04/TTr-HĐQT-VPRO
No: 04/TTr-HĐQT-VPRO

Hà Nội, ngày 27 tháng 05 năm 2025
Hanoi, May, 2025

TỜ TRÌNH/ PROPOSAL

Về việc thay đổi địa chỉ trụ sở chính của Công ty
Regarding the change of the Company's head office address

Kính gửi: Đại hội đồng cổ đông Công ty CP Đầu tư Nhà Đất Việt

To: Shareholders of Viet Property Investment Joint Stock

Căn cứ/ Pursuant to:

- Luật Doanh nghiệp số 59/2020/QH14 được Quốc hội thông qua ngày 17/06/2020 và các văn bản hướng dẫn thi hành, văn bản sửa đổi, bổ sung;
The Law on Enterprise No. 59/2020/QH14 dated June 17, 2020 of the National Assembly of the Socialist Republic of Vietnam and its implementing documents, amendments and supplements;
- Luật Chứng khoán số 54/2019/QH14 được Quốc hội thông qua ngày 26/11/2019 và các văn bản hướng dẫn thi hành, văn bản sửa đổi, bổ sung;
The Law on Securities No. 54/2019/QH14 dated November 26, 2019 of the National Assembly of the Socialist Republic of Vietnam and its implementing documents, amendments and supplements;
- Điều lệ tổ chức và hoạt động của Công ty cổ phần Đầu tư Nhà Đất Việt.
The Charter of organization and operation of Viet Property Investment Joint Stock Company.
- Tình hình hoạt động thực tiễn của Công ty.
Actual operating situation of the Company.

Hội đồng quản trị Công ty cổ phần Đầu tư Nhà Đất Việt kính trình Đại hội đồng cổ đông xem xét thông qua nội dung liên quan đến việc thay đổi địa chỉ trụ sở chính của Công ty Cổ phần Đầu tư Nhà Đất Việt ("Công ty"), cụ thể như sau:

The Board of Directors of Viet Property Investment Joint Stock Company respectfully submits to the General Meeting of Shareholders for consideration and approval of the content related to the change of head office address of Viet Property Investment Joint Stock Company ("Company"), specifically as follows:

1. Nội dung thay đổi/ Change content:

- Địa chỉ trụ sở chính hiện tại: Số 2A, phố Đỗ Quang, phường Trung Hòa, Quận Cầu Giấy, thành phố Hà Nội, Việt Nam

Current head office address: No. 2A, Do Quang Street, Trung Hoa Ward, Cau Giay District, Hanoi City, Vietnam

- Địa chỉ trụ sở chính dự kiến thay đổi: Khu dịch vụ 2, Tầng 6, Tòa nhà The Golden Palm, Số 21 Lê Văn Lương, Phường Nhân Chính, Quận Thanh Xuân, thành phố Hà Nội, Việt Nam



Expected head office address change: Service Area 2, 6th Floor, The Golden Palm Building, No. 21 Le Van Luong Street, Nhan Chinh Ward, Thanh Xuan District, Hanoi City, Vietnam

2. Thông qua việc thực hiện các thủ tục sửa đổi Giấy chứng nhận đăng ký doanh nghiệp, Điều lệ tổ chức và hoạt động của Công ty và các văn bản tài liệu liên quan pháp nhân Công ty về việc thay đổi địa chỉ trụ sở chính nêu trên.

2. Approving the implementation of procedures to amend the Certificate of Business Registration, the Charter of Organization and Operation of the Company and other legal documents related to the Company regarding the change of the above head office address.

3. Giao cho Chủ tịch Hội đồng quản trị chủ động triển khai thực hiện toàn bộ các thủ tục cần thiết để hoàn thành việc thay đổi địa chỉ trụ sở chính trên đăng ký doanh nghiệp của Công ty theo quy định của pháp luật và theo yêu cầu của cơ quan nhà nước có thẩm quyền để đảm bảo phù hợp với quy định của pháp luật.

3. Assign the Chairman of the Board of Directors to take the initiative in carrying out all necessary procedures to complete the change of the Company's head office address in the enterprise registration in accordance with legal regulations and as required by competent state authorities, to ensure compliance with the law

4. Giao cho Hội đồng quản trị cập nhật thay đổi địa chỉ trụ sở chính vào Khoản 3 Điều 2 Điều lệ tổ chức và hoạt động của Công ty theo nội dung đã được ĐHĐCĐ và cơ quan có thẩm quyền phê duyệt và báo cáo Đại hội đồng cổ đông gần nhất về nội dung sửa đổi.

4. Assign the Board of Directors to update the change of head office address in Clause 3, Article 2 of the Company's Charter of Organization and Operation according to the content approved by the General Meeting of Shareholders and competent authorities, and to report such amendment to the nearest General Meeting of Shareholders.

Kính trình Đại hội đồng cổ đông xem xét, thông qua/.

Respectfully submit to the General Meeting of Shareholders for consideration and approval./.

Trân trọng cảm ơn!

Sincerely thank you!

Nơi nhận/ Recipients:

- Như trên/ As above;
- HĐQT, BKS/ BOD, Supervisory Board;
- Lưu: VT/ Archived.

TM. HỘI ĐỒNG QUẢN TRỊ
ON BEHALF OF THE BOARD OF DIRECTORS
CHỦ TỊCH/ CHAIRMAN



BUI QUANG MINH

CÔNG TY CỔ PHẦN ĐẦU TƯ NHÀ ĐẤT VIỆT
VIET PROPERTY INVESTMENT
JOINT STOCK COMPANY

Số: 05 /TTr-HĐQT-VPRO
No: 05 /TTr-HĐQT-VPRO

CỘNG HÒA XÃ HỘI CHỦ NGHĨA VIỆT NAM
Độc lập - Tự do - Hạnh phúc
SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom - Happiness

Hà Nội, ngày 27 tháng 05 năm 2025
Hanoi, ... May, 27th, 2025

TỜ TRÌNH/ PROPOSAL

Về việc Sửa đổi Điều lệ tổ chức và hoạt động của Công ty
Regarding the amendment of the Company's Charter of Organization and Operation

Kính gửi: Đại hội đồng cổ đông Công ty CP Đầu tư Nhà Đất Việt
To: Shareholders of Viet Property Investment Joint Stock Company

Căn cứ/ Pursuant to:

- *Luật Doanh nghiệp số 59/2020/QH14 được Quốc hội thông qua ngày 17/06/2020 và các văn bản hướng dẫn thi hành, văn bản sửa đổi, bổ sung;*
The Law on Enterprise No. 59/2020/QH14 dated June 17, 2020 of the National Assembly of the Socialist Republic of Vietnam and its implementing documents, amendments and supplements;
- *Luật Chứng khoán số 54/2019/QH14 được Quốc hội thông qua ngày 26/11/2019 và các văn bản hướng dẫn thi hành, văn bản sửa đổi, bổ sung;*
The Law on Securities No. 54/2019/QH14 dated November 26, 2019 of the National Assembly of the Socialist Republic of Vietnam and its implementing documents, amendments and supplements;
- *Nghị định số 155/2020/NĐ-CP ngày 31/12/2020 của Chính phủ quy định chi tiết thi hành một số điều của Luật chứng khoán;*
Decree No. 155/2020/NĐ-CP dated December 31, 2020 of the the Government elaborating on some articles of the Law on Securities;
- *Thông tư số 116/2020/TT-BTC ngày 31/12/2020 của Bộ trưởng Bộ Tài chính hướng dẫn một số điều về quản trị công ty áp dụng đối với công ty đại chúng tại Nghị định 155/2020/NĐ-CP;*
Circular No. 116/2020/TT-BTC dated December 31, 2020 of the Minister of Finance guiding a number of articles on corporate governance applicable to public companies in Decree No. 155/2020/NĐCP;
- *Điều lệ tổ chức và hoạt động của Công ty cổ phần Đầu tư Nhà Đất Việt.*
The Charter of organization and operation of Viet Property Investment Joint Stock Company.

Trên cơ sở quy định của pháp luật và các văn bản hướng dẫn thi hành nêu trên, Công ty cần phải kịp thời cập nhật, sửa đổi, bổ sung các nội dung của bản Điều lệ hiện hành nhằm đảm bảo tuân thủ quy định của pháp luật trong tổ chức và hoạt động của Công ty, đồng thời phù hợp với thực tế hoạt động quản trị và vận hành.

Based on the provisions of the law and the above-mentioned guiding documents, the Company

needs to promptly update, amend and supplement the contents of the current Charter to ensure compliance with the provisions of the law in the organization and operation of the Company, and at the same time be consistent with the actual management and operation activities.

Hội đồng quản trị Công ty kính trình Đại hội đồng cổ đông công ty xem xét, thông qua sửa đổi, bổ sung toàn văn Điều lệ tổ chức và hoạt động Công ty cổ phần Đầu tư Nhà Đất Việt, đồng thời giao cho Người đại diện theo pháp luật Công ty ký ban hành toàn văn Điều lệ đã được sửa đổi, bổ sung.

The Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval the amendment and supplementation of the full text of the Charter of organization and operation of Viet Property Investment Joint Stock Company, and assigns the Company's legal representative to sign and promulgate the amended and supplemented full text of the Charter

*(Toàn văn Điều lệ và Phụ lục sửa đổi đính kèm)
(With the full text of the Charter and the amended appendix attached)*

Trân trọng cảm ơn!
Sincerely thank you!

Nơi nhận/ Recipients: *fs ha*

- Như trên/ As above;
- HĐQT, BKS, BTGD/ BOD,
Supervisory Board
- Lưu VT/ Archived

TM. HỘI ĐỒNG QUẢN TRỊ
ON BEHALF OF THE BOARD OF DIRECTORS
CHỦ TỊCH/ CHAIRMAN


BUI QUANG MINH

| | | |
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| <p><i>Article 17. Rights and duties of the General Meeting of Shareholders.</i></p> <p><i>Article 18. Authorized representatives.</i></p> <p><i>Article 20. Convening the General Meeting of Shareholders, meeting agenda, and notice of the General Meeting of Shareholders.</i></p> <p><i>Article 31. Rights and duties of the Board of Directors.</i></p> <p><i>Article 35. Company Secretary.</i></p> <p><i>Article 37. Management staff.</i></p> <p><i>Article 46. Dividends.</i></p> <p><i>Article 50. Annual, six-month and quarterly reports.</i></p> <p><i>Article 54. Termination of operations.</i></p> | <p><i>Article 17. Rights and obligations of the General Meeting of Shareholders.</i></p> <p><i>Article 18. Authorization to attend the General Meeting of Shareholders.</i></p> <p><i>Article 20. Convening meetings, meeting agenda and notice of invitation to the General Meeting of Shareholders.</i></p> <p><i>Article 31. Rights and obligations of the Board of Directors.</i></p> <p><i>Article 35. Person in charge of corporate governance.</i></p> <p><i>Article 37. Company Executives.</i></p> <p><i>Article 46. Profit Distribution.</i></p> <p><i>Article 50. Annual, Semi-Annual and Quarterly Financial Reports.</i></p> <p><i>Article 54. Dissolution of the Company.</i></p> | |
| <p>PHẦN 1. ĐỊNH NGHĨA CÁC THUẬT NGỮ TRONG ĐIỀU LỆ</p> <p>Điều lệ này được Đại hội đồng cổ đông của Công ty Cổ phần Đầu tư Nhà Đất Việt thông qua theo Nghị quyết số 01/2024/NQ-ĐHĐCĐ-VPRO ngày 29 tháng 06 năm 2024 và cùng chấp thuận toàn văn Điều lệ này.</p> <p>PART 1. DEFINITION OF TERMS IN THE CHARTER</p> <p><i>This Charter was approved by the General Meeting of Shareholders of Viet Property Investment Joint Stock Company under Resolution No. 01/2024/NQ-ĐHĐCĐ-VPRO dated June 29, 2024 and approved the entire text of this Charter.</i></p> <p>Điều 2: Tên, hình thức, trụ sở, chi nhánh, văn phòng đại diện, địa điểm kinh doanh và thời hạn hoạt động của Công ty/ Công ty/ <i>Article 2: Name, form, headquarters, branches, representative offices, business locations and term of operation of the Company</i></p> <p>1. Tên Công ty</p> <p>- Tên tiếng Việt: Công ty Cổ phần Đầu tư và Phát triển Nhà Đất Việt.</p> | <p>PHẦN 1. ĐỊNH NGHĨA CÁC THUẬT NGỮ TRONG ĐIỀU LỆ</p> <p>Điều lệ này được Đại hội đồng cổ đông của Công ty Cổ phần Đầu tư Nhà Đất Việt thông qua theo Nghị quyết số 01/2025/NQ-ĐHĐCĐ-VPRO ngày tháng năm 2025 và cùng chấp thuận toàn văn Điều lệ này.</p> <p>PART 1. DEFINITION OF TERMS IN THE CHARTER</p> <p><i>This Charter is approved by the General Meeting of Shareholders of Viet Property Investment Joint Stock Company under Resolution No. 01/2025/NQ-ĐHĐCĐ-VPRO dated month year 2025 and the entire text of this Charter is approved.</i></p> <p>Điều 2: Tên, hình thức, trụ sở, chi nhánh, văn phòng đại diện, địa điểm kinh doanh và thời hạn hoạt động của Công ty/ <i>Article 2: Name, form, headquarters, branches, representative offices, business locations and term of operation of the Company</i></p> <p>1. Tên Công ty</p> <p>- Tên tiếng Việt: Công ty Cổ phần Đầu tư Nhà Đất Việt.</p> <p>- Tên tiếng Anh: Viet Property Investment Joint Stock</p> | <p>Cập nhật thời gian sửa đổi Điều lệ sau khi ĐHĐCĐ thường niên năm 2025 thông qua.</p> <p><i>Update the time to amend the Charter after the 2025 Annual General Meeting of Shareholders approves.</i></p> <p>Sửa lỗi nhập liệu sai</p> |

| | | |
|--|---|---|
| <p>- Tên tiếng Anh: Viet Property Investment and Development Joint Stock Company</p> <p>- Tên giao dịch: Viet Property Investment and Development Joint Stock Company</p> <p>- Tên viết tắt: V Pro</p> <p>3. Trụ sở đăng ký của Công ty là:</p> <p>....</p> <p>- Website: www.vpr.vn</p> | <p>Company</p> <p>- Tên giao dịch: <i>Viet Property Investment Joint Stock Company</i></p> <p>- Tên viết tắt: <i>VPro</i></p> <p>3. Trụ sở đăng ký của Công ty là:</p> <p>....</p> <p>- Website: https://vpr.vn</p> | |
| <p>1. <i>Company Name</i></p> <p>- Vietnamese name: Công ty Cổ phần Đầu tư và Phát triển Nhà Đất Việt</p> <p>- English name: Viet Property Investment and Development Joint Stock Company</p> <p>- Trading name: Viet Property Investment and Development Joint Stock Company</p> <p>- Abbreviation: V Pro</p> <p>3. The Company's registered office is:</p> <p>....</p> <p>- Website: www.vpr.vn</p> | <p>1. <i>Company Name</i></p> <p>- Vietnamese name: Công ty Cổ phần Đầu tư Nhà Đất Việt</p> <p>- English name: Viet Property Investment Joint Stock Company</p> <p>- Trading name: Viet Property Investment Joint Stock Company</p> <p>- Abbreviation: VPro</p> <p>3. The Company's registered office is:</p> <p>....</p> <p>- Website: https://vpr.vn</p> | Correct input errors |
| <p>Điều 20. Triệu tập họp, chương trình họp và thông báo mời họp Đại hội đồng cổ đông/ Article 20. Convening meetings, meeting agenda and notice of invitation to the General Meeting of Shareholders</p> <p>2. Người triệu tập Đại hội đồng cổ đông phải thực hiện những nhiệm vụ sau đây:</p> <p>a. Lập danh sách cổ đông có quyền dự họp dựa trên số đăng ký cổ đông của công ty. Danh sách cổ đông có quyền dự họp Đại hội đồng cổ đông được lập không sớm hơn 10 (mười) ngày trước khi gửi giấy mời họp Đại hội đồng cổ đông. Công ty phải công bố thông tin về việc lập danh sách cổ đông có quyền tham dự họp Đại hội</p> | <p>Điều 20. Triệu tập họp, chương trình họp và thông báo mời họp Đại hội đồng cổ đông/ Article 20. Convening meetings, meeting agenda and notice of invitation to the General Meeting of Shareholders</p> <p>2. Người triệu tập Đại hội đồng cổ đông phải thực hiện những nhiệm vụ sau đây:</p> <p>a. Danh sách cổ đông có quyền dự họp Đại hội đồng cổ đông được lập dựa trên sổ đăng ký cổ đông của công ty. Danh sách cổ đông có quyền dự họp Đại hội đồng cổ đông được lập không quá 10 ngày trước ngày gửi giấy mời họp Đại hội đồng cổ đông. Công ty phải công bố thông tin về việc lập danh sách cổ đông có quyền tham dự họp Đại hội đồng cổ</p> | |
| | | Sửa theo Khoản 1 Điều 141 Luật Doanh nghiệp |

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|--|--|--|
| đồng cổ đông tối thiểu 20 (hai mươi) ngày trước ngày đăng ký cuối cùng. | đồng tối thiểu 20 (hai mươi) ngày trước ngày đăng ký cuối cùng. | |
| <p>2. The person convening the General Meeting of Shareholders must perform the following tasks:</p> <p>a. Prepare a list of shareholders entitled to attend the meeting based on the company's shareholder register. The list of shareholders entitled to attend the General Meeting of Shareholders is prepared no later than 10 days before the date of sending the invitation to the General Meeting of Shareholders. The company must disclose information about the preparation of the list of shareholders entitled to attend the General Meeting of Shareholders at least 20 (twenty) days before the final registration date.</p> | <p>2. The person convening the General Meeting of Shareholders must perform the following tasks:</p> <p>a. The list of shareholders entitled to attend the General Meeting of Shareholders is prepared based on the company's shareholder register. The list of shareholders entitled to attend the General Meeting of Shareholders is prepared no later than 10 days before the date of sending the invitation to the General Meeting of Shareholders. The company must disclose information about the preparation of the list of shareholders entitled to attend the General Meeting of Shareholders at least 20 (twenty) days before the final registration date.</p> | Amended according to Clause 1, Article 141 of the Law on Enterprises |
| <p>Điều 22. Thẻ thức tiến hành họp và biểu quyết tại Đại hội đồng cổ đông/ Article 22. Procedures for conducting meetings and voting at the General Meeting of Shareholders</p> <p>15. Cổ đông được coi là tham dự và biểu quyết tại cuộc họp ĐHĐCĐ theo các hình thức quy định tại khoản 3 Điều 18 Điều lệ này.</p> <p>15. Shareholders are considered to have attended and voted at the General Meeting of Shareholders in the forms prescribed in Clause 3, Article 18 of this Charter.</p> | <p>Điều 22. Thẻ thức tiến hành họp và biểu quyết tại Đại hội đồng cổ đông/ Article 22. Procedures for conducting meetings and voting at the General Meeting of Shareholders</p> <p>15. Cổ đông được coi là tham dự và biểu quyết tại cuộc họp ĐHĐCĐ theo các hình thức quy định tại khoản 7 Điều 15 Điều lệ này.</p> <p>15. Shareholders are considered to have attended and voted at the General Meeting of Shareholders in the forms prescribed in Clause 7, Article 15 of this Charter.</p> | Sửa để đúng theo quy định tại Điều lệ |
| <p>Điều 31. Quyền hạn và nhiệm vụ của Hội đồng quản trị/ Article 31. Powers and duties of the Board of Directors</p> | <p>Điều 31. Quyền và nghĩa vụ của Hội đồng quản trị</p> <p>Article 31. Powers and duties of the Board of Directors</p> | Sửa theo Khoản 2 Điều 153 Luật Doanh nghiệp |
| <p>Điều 31. Quyền hạn và nhiệm vụ của Hội đồng quản trị/ Article 31. Powers and duties of the Board of Directors</p> | <p>Điều 31. Quyền và nghĩa vụ của Hội đồng quản trị</p> <p>Article 31. Powers and duties of the Board of Directors</p> | Amended according to Clause 2, Article 153 of the Law on Enterprises |

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| <p>Điều 32. Chủ tịch, Phó Chủ tịch Hội đồng quản trị</p> <p>1. Hội đồng quản trị phải bầu trong số các thành viên Hội đồng quản trị 01 (một) người làm Chủ tịch và 01 (một) người làm Phó chủ tịch (nếu cần thiết). Chủ tịch Hội đồng quản trị không được kiêm Giám đốc hoặc Tổng Giám đốc công ty.</p> <p>2. Chủ tịch Hội đồng quản trị có quyền hạn và nhiệm vụ sau:</p> | <p>Điều 32. Chủ tịch Hội đồng quản trị</p> <p>1. Hội đồng quản trị phải bầu trong số các thành viên Hội đồng quản trị 01 (một) người làm Chủ tịch. Chủ tịch Hội đồng quản trị không được kiêm Giám đốc hoặc Tổng Giám đốc công ty.</p> <p>2. Chủ tịch Hội đồng quản trị có quyền và nghĩa vụ sau:</p> | <p>Sửa theo quy định tại Điều 156 Luật DN năm 2020</p> |
| <p>Article 32. Chairman and Vice Chairman of the Board of Directors</p> <p>1. The Board of Directors must elect one (01) member as the Chairman and one (01) member as the Vice Chairman (if necessary) from among its members. The Chairman of the Board of Directors shall not concurrently hold the position of Director or General Director of the Company.</p> <p>2. The Chairman of the Board of Directors shall have the following powers and obligations:</p> | <p>Article 32. Chairman of the Board of Directors</p> <p>1. The Board of Directors must elect one (01) member among its members as the Chairman. The Chairman of the Board of Directors shall not concurrently hold the position of Director or General Director of the Company.</p> <p>2. The Chairman of the Board of Directors shall have the following rights and obligations:</p> | <p>Amended in accordance with Article 156 of the Law on Enterprises 2020</p> |
| <p>Điều 38. Bổ nhiệm, miễn nhiệm, nhiệm vụ và quyền hạn của Giám đốc hoặc Tổng Giám đốc điều hành/ Article 38. Appointment, dismissal, duties and powers of the Director or General Director</p> <p>4. Quyền hạn và nhiệm vụ. Giám đốc hoặc Tổng giám đốc điều hành có những quyền hạn và trách nhiệm sau/ Powers and duties. The Director or General Director has the following powers and responsibilities:</p> | <p>Điều 38. Bổ nhiệm, miễn nhiệm, nhiệm vụ và quyền hạn của Giám đốc hoặc Tổng Giám đốc điều hành/ Article 38. Appointment, dismissal, duties and powers of the Director or General Director</p> <p>4. Quyền hạn và nhiệm vụ. Giám đốc hoặc Tổng giám đốc điều hành có những quyền hạn và trách nhiệm sau/ Powers and duties. The Director or General Director has the following powers and responsibilities:</p> | |
| <p>h. Quyết định tiền lương và quyền lợi khác đối với người lao động trong Công ty kể cả người quản lý thuộc thẩm quyền bổ nhiệm của Giám đốc hoặc Tổng giám đốc.</p> | <p>Bổ</p> | <p>Nội dung trùng lặp với Điểm g Khoản 4 Điều 38</p> |

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| <i>h. Decide on salaries and other benefits for employees in the Company, including managers under the appointment authority of the Director or General Director.</i> | <i>Cancel</i> | <i>Content duplicates with Point g Clause 4 Article 38</i> |
| PHẦN 18. CHẤM DỨT HOẠT ĐỘNG VÀ THANH LÝ | PHẦN 18. GIẢI THỂ CÔNG TY VÀ THANH LÝ | Sửa theo nội dung Điều 54 Điều lệ |
| SECTION 18. TERMINATION OF OPERATION AND LIQUIDATION | SECTION 18. DISSOLUTION AND LIQUIDATION OF THE COMPANY | <i>Amended in accordance with the provisions of Article 54 of the Charter</i> |
| <p>Điều 58. Ngày hiệu lực</p> <p>1. Bản điều lệ này gồm 21 chương 58 điều được Đại hội đồng cổ đông Công ty Cổ phần Dầu tư Nhà Đất Việt nhất trí thông qua ngày 29 tháng 06 năm 2024 theo Nghị quyết của Đại hội đồng cổ đông thường niên tại trụ sở chính Công ty và cùng chấp thuận hiệu lực toàn văn của Điều lệ này.</p> | <p>Điều 58. Ngày hiệu lực</p> <p>1. Bản điều lệ này gồm 21 Phần 58 Điều được Đại hội đồng cổ đông Công ty Cổ phần Dầu tư Nhà Đất Việt nhất trí thông qua ngày tháng năm 2025 và cùng chấp thuận hiệu lực toàn văn của Điều lệ này.</p> | Cập nhật thời gian sửa đổi Điều lệ sau khi ĐHĐCĐ thường niên năm 2025 thông qua. |
| <p>Article 58. Effective date</p> <p>1. This Charter, consisting of 21 chapters and 58 articles, was unanimously approved by the General Meeting of Shareholders of Viet Property Investment Joint Stock Company on June 29, 2024 according to the Resolution of the Annual General Meeting of Shareholders at the Company's head office and the full text of this Charter was approved.</p> | <p>Article 58. Effective date</p> <p>1. This Charter consists of 21 Sections and 58 Articles, unanimously approved by the General Meeting of Shareholders of Viet Property Investment Joint Stock Company on the date of month, year 2025 and also approved the full validity of this Charter.</p> | <i>Update the time to amend the Charter after the 2025 Annual General Meeting of Shareholders approves.</i> |

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RATIFY

This Charter was approved by the General Meeting of Shareholders of Viet Property Investment Joint Stock Company under Resolution No. 01/2025/NQ-ĐHĐCD-VPRO dated month year 2025 and the full text of this Charter was approved.

PART 1. DEFINITION OF TERMS IN THE CHARTER

Article 1. Terminology explained

1. In this Charter, the following terms shall be construed as follows:
 - a. Charter capital is the total par value of shares sold or registered to be purchased upon establishment of a joint stock company and as prescribed in Article 5 of this Charter;
 - b. Voting capital is equity capital, under which the owner has the right to vote on matters within the decision-making authority of the General Meeting of Shareholders ;
 - c. The Law on Enterprises is the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;
 - d. The Securities Law is the Securities Law No. 54/2019/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019;
 - d. Vietnam is the Socialist Republic of Vietnam;
 - e. The date of establishment is the date on which the Company is first granted the Certificate of Business Registration (Certificate of Business Registration and equivalent documents);
 - g. The enterprise's executives are the Director (General Director), Deputy Director (Deputy General Director), Chief Accountant and other executives under the appointment authority of the Board of Directors;
 - h. Enterprise managers are company managers, including the Chairman of the Board of Directors, members of the Board of Directors, Director (General Director) and individuals holding other management positions under the authority of the Board of Directors;
 - i. Related person is an individual or organization specified in Clause 46, Article 4 of the Law on Securities;
 - k. A shareholder is an individual or organization that owns at least one share of a joint stock company;
 - l. A founding shareholder is a shareholder who owns at least one common share and signs the list of founding shareholders of a joint stock company;
 - m. Major shareholder is a shareholder specified in Clause 18, Article 4 of the Law on Securities;
 - n. Term of operation is the term of operation of the Company as stipulated in Article 2 of this Charter and the extension period (if any) approved by the Company's General Meeting of Shareholders;
 - o. The Stock Exchange is the Vietnam Stock Exchange and its subsidiaries .
2. In this Charter, references to one or more other provisions or documents shall include their amendments or replacements.
3. The titles (chapters, articles of this Charter) are used for convenience in understanding

the content and do not affect the content of this Charter;

4. Words or terms defined in the Law on Enterprise (if not inconsistent with the subject or context) shall have the same meaning in this Charter.

PART 2. NAME, FORM, HEADQUARTERS, BRANCHES, REPRESENTATIVE OFFICES, BUSINESS LOCATIONS, DURATION OF OPERATIONS AND LEGAL REPRESENTATIVE OF THE COMPANY

Article 2. Name, form, headquarters, branches, representative offices, business locations, duration of operation and legal representative of the Company.

1. Company Name

- Vietnamese name: **Công ty cổ phần Đầu tư Nhà đất Việt**
- English name: **Viet Property Investment Joint Stock Company**
- Trading name: **Viet Property Investment Joint Stock Company**
- Abbreviation: **VPro**
- Logo:

2. The company is a joint stock company with legal status in accordance with current laws of Vietnam.

3. The Company's registered office is:

- Address: No. 2A, Do Quang Street, Trung Hoa Ward, Cau Giay District, Hanoi City.
- Phone: 024. 3785 6969
- Email: vpro@vpr.vn
- Website: <https://vpr.vn>

4. The Company has 01 (one) legal representative. The Chairman of the Board of Directors or the General Director may be the legal representative of the Company. The rights and obligations of the legal representative are stipulated in this Charter and in the Company's Governance Regulations.

5. The Company may establish branches and representative offices in the business area (domestic or foreign) to carry out the Company's operational objectives in accordance with the decision of the Board of Directors and within the scope of the law.

6. Unless terminated before the deadline according to Clause 2, Article 54 of this Charter, the term of operation of the Company begins from the date of establishment and is indefinite.

PART 3. OBJECTIVES, SCOPE OF BUSINESS AND OPERATION OF THE COMPANY

Article 3. Company's operating objectives .

1. Company's business areas:

- Real estate consulting services (excluding land price consulting);
- Real estate auction services;
- Real estate advertising services;
- Real estate management services;

- Project establishment, construction of housing projects, hotels, offices, commercial centers, supermarkets, new urban areas, industrial parks, economic zones, high-tech zones; management, exploitation and business of services in apartment buildings, urban areas, concentrated residential areas, parking lots, tourist hotels . Investment in and business of infrastructure of industrial parks and other services;
- Production, business; import and export of materials, machinery and equipment for investment projects, construction works, interior and exterior equipment, water supply and drainage, environment and technical infrastructure;
- EPC general contractor, general contractor for construction and installation, interior decoration and supply and installation of technical system equipment for civil and industrial works, industrial parks, urban areas, traffic and irrigation works, hydropower, power lines and transformer stations up to 500 KV. Supply of materials for power plants;
- Exploitation, processing and trading of minerals (except minerals prohibited by the State);
- Real estate business, Investment in creating houses and construction works for sale, lease, hire purchase, Purchase of houses and construction works for sale, lease, hire purchase, Lease of houses and construction works for sublease, Investment in land improvement and investment in infrastructure works on leased land to lease land with infrastructure;
- Services of receiving transfer of land use rights, investing in infrastructure works for transfer, leasing, leasing land use rights with infrastructure for re-leasing;
- Real estate services; Real estate brokerage services; Real estate valuation services; Real estate trading floor services;
- Project management consulting;
- Consulting on investment project preparation, bidding documents preparation, analysis, evaluation of bidding documents and cost estimates for civil and industrial works, and transportation works;
- Consulting on investment project appraisal, technical design, preparing bidding documents, analyzing and evaluating contractor selection and total project estimate and final settlement;
- Construction planning design, general design of site, architecture, interior and exterior for civil and industrial construction works; Electrical design of civil and industrial construction works; Structural design of civil and industrial works; Water supply and drainage design; Design of technical infrastructure works; Design of bridges, roads, and leveling works; Design of information and communication technology systems; Design of marine construction works; Design of port construction works;
- Audit: Investment projects, design and total estimates, final settlement of works;
- Prepare bidding documents and analyze and evaluate bidding documents: construction, equipment installation, goods procurement, consultant selection, and implementation of foreign investment consulting services;
- Check and certify the conformity of quality and safety of construction structures;
- Quality inspection: Construction works, interior equipment for works, construction

machinery, technological equipment, means of transport, environment, determining the cause of damage and making repair plans, evaluating the remaining value of the above products;

- Consulting on building construction quality assurance systems and certifying quality management systems according to ISO standards for organizations;
- Check and monitor construction subsidence.
- Consulting, supervising, constructing and installing equipment for construction works: civil, industrial, transportation, irrigation, hydroelectric, thermal power, power lines and transformer stations, technical infrastructure works, environmental water supply and drainage;
- Demolition and site preparation for construction of civil, industrial, irrigation and transportation works;
- Production, trading, import and export of raw materials, equipment and spare parts for the steel industry;
- Investment trust (excluding financial investment trust);
- Import and export entrustment;
- Short-term accommodation services: Restaurants and catering services; Travel services, tour guides, eco-tourism and entertainment areas;
- Karaoke service business;
- Sauna, massage and similar health-enhancing services (except sports activities). Details: Sauna, massage, sunbathing, non-surgical cosmetic services (belly fat reduction, body slimming) (excluding acupuncture, acupressure and steaming with traditional medicine);
- Production and trading of agricultural, forestry and aquatic products and preparations;
- Agriculture and related service activities;
- Forestry and related service activities;
- Exploitation and aquaculture;
- Wood processing and production of products from wood, bamboo and rattan (except beds, wardrobes, tables and chairs); production of products from straw, stubble and plaiting materials.
- Food production, processing and trading;
- Production and trading of drugs, pharmaceutical chemicals and medicinal materials;
- Import and export of goods traded by the Company;
- Manufacture and trade in equipment and machinery for advertising and office activities;
- Organizing trade promotion introductions; organizing trade fairs and exhibitions; Organizing conferences, seminars, press conferences and business support service activities;
- Advertising; Market research and public opinion polling;
- Trading in advertising machinery and equipment, office equipment;
- Printing and services related to printing, copying of all kinds of records; Printing design and advertising (According to current laws);
- Computer programming, consultancy and other computer-related activities: Computer programming, computer consultancy and computer system administration, information

technology service activities and other computer-related services;

- Information service activities: Data processing, hosting and related activities; Information portal;

- Entertainment information services on radio, television and press;

- Performing arts organization (excluding dance hall business).

- Other specialized trade not classified elsewhere, specifically: Wholesale of fertilizers and agrochemical products (4669).

- Wholesale of fertilizers, pesticides and other chemicals used in agriculture (46691), specifically including: Wholesale of fertilizers, pesticides and other chemicals used in agriculture, specifically including: wholesale of fertilizers; wholesale of pesticides; wholesale of other chemicals used in agriculture: herbicides, anti-sprouting drugs, plant growth stimulants, other chemicals used in agriculture.

- Other specialized wholesale not elsewhere classified (46699).

- Motor vehicle rental (7710).

2. Company's operating objectives:

The company was established to mobilize and use capital effectively in developing production and business with the aim of maximizing profits, creating stable jobs for employees, increasing profits for shareholders, and contributing to the State Budget.

3. The Board of Directors has the right to add additional functions and business areas of the Company at any time and will report to the nearest General Meeting of Shareholders.

Article 4. Scope of business and operations

1. The Company is permitted to plan and conduct all business activities according to the Company's business lines as announced on the National Business Registration Portal and this Charter in accordance with the provisions of current laws and take appropriate measures to achieve the Company's objectives.

2. The company is free to conduct business in lines that are not prohibited by law and approved by the General Meeting of Shareholders.

PART 4. CHARTER CAPITAL, SHARES, FOUNDING SHAREHOLDERS

Article 5. Charter capital, shares, founding shareholders .

1. The Company's charter capital is 500,000,000,000 VND (Five hundred billion VND).

The total charter capital of the Company is divided into 50,000,000 shares with a par value of VND 10,000/share, all of which have been fully contributed.

2. The Company may change its charter capital when approved by the General Meeting of Shareholders and in accordance with the provisions of the Law.

3. All shares of the Company on the date of adoption of this Charter are common shares. The rights and obligations of shareholders holding common shares are stipulated in Articles 14 and 15 of this Charter .

4. The Company may issue other types of preferred shares after approval by the General

Meeting of Shareholders and in accordance with the provisions of law.

5. When offering shares, the shares must be offered to existing shareholders in proportion to their ownership of common shares in the Company, unless otherwise stipulated by the General Meeting of Shareholders. The number of shares that shareholders do not register to buy in full shall be decided by the Board of Directors of the Company. The Board of Directors may distribute such shares to subjects under conditions and in the manner that the Board of Directors deems appropriate, but may not sell such shares under conditions more favorable than those offered to existing shareholders, unless otherwise approved by the General Meeting of Shareholders or in the case of shares sold through the Stock Exchange by auction.

6. The Company may repurchase shares issued by the Company in the manners prescribed in this Charter and current laws. Common shares repurchased by the Company are treasury shares and the Board of Directors may offer them for sale in the manners in accordance with the provisions of this Charter and the Securities Law and related guiding documents.

7. The Company may issue other types of securities when approved in writing by the General Meeting of Shareholders and in accordance with the provisions of law on securities and the securities market.

Article 6. Share

1. A stock is a certificate issued by a joint stock company, a book entry or electronic data confirming ownership of one or more shares of that company.

2. In case the shares are issued in the form of share certificates, they must have the Company's seal and the signature of the Company's legal representative or authorized person. The shares must clearly state the number and type of shares held by the shareholder, the full name of the holder (if the shares are registered shares) and other information as prescribed in Clause 1, Article 12.1 of the Law on Enterprises.

3. Shares must have the following main contents:

- a. Name, business registration number, head office address of the company;
- b. Number of shares and type of shares;
- c. The par value of each share and the total par value of the shares stated on the stock certificate;
- d. Full name, contact address, nationality, legal document number of the individual for individual shareholders; name, business registration number or legal document number of the organization, head office address for organizational shareholders;
- d. Summary of share transfer procedures;
- e. Sample signature of the legal representative and seal of the Company;
- g. Registration number in the Company's shareholder register and date of share issuance;
- h. Other contents as prescribed in Articles 116, 117 and 118 of the Law on Enterprises for shares of preferred stock.

4. In case of transfer of only some registered shares in a registered share certificate, the Company will confirm such transfer on the registered share certificate, and new certificates will be issued free of charge.

5. In case of errors in the content and form of shares issued by the company, the rights and interests of its owners shall not be affected. The legal representative of the company shall be responsible for damages caused by such errors.

6. In case a share certificate is lost, destroyed or otherwise damaged, the shareholder shall be reissued a share certificate by the company upon the shareholder's request. The shareholder's request must contain the following contents:

a. Shares have been lost, destroyed or otherwise damaged; in case of loss, a commitment must be made that a thorough search has been made and if found, the shares will be returned to the company for destruction;

b. Responsible for disputes arising from the re-issuance of new shares.

For shares with a total par value of over ten million Vietnamese Dong, before accepting a request for new shares, the company's legal representative may request the owner of the shares to post a notice of loss, destruction or other damage to the shares and, after 15 days from the date of posting the notice, request the company to issue new shares.

7. The holder of a bearer share certificate shall be solely responsible for the safekeeping of the certificate and the company shall not be liable in the event of loss or fraudulent use of the certificate.

8. The shareholder register is kept at the company's head office or other organizations with the function of keeping the shareholder register. Shareholders have the right to check, look up, extract, and copy the names and contact addresses of company shareholders in the shareholder register.

9. In case a shareholder changes his/her contact address, he/she must promptly notify the company to update the shareholder register. The company is not responsible for not being able to contact the shareholder due to not being notified of the change of the shareholder's contact address.

Article 7. Other securities certificates

1. The Company has the right to issue bonds, convertible bonds and other types of bonds in accordance with the provisions of law and the Company Charter.

2. The Company is not allowed to issue bonds in the following cases, unless otherwise provided by the law on securities:

a. Failure to fully pay both principal and interest of issued bonds, failure to pay or insufficient payment of due debts in the previous three consecutive years;

b. The average after-tax profit margin of the three previous consecutive years is not higher than the expected interest rate paid for the bonds to be issued.

The issuance of bonds to selected financial institution creditors is not restricted by the provisions of Points a and b of this Clause.

3. In case the Company Charter does not provide otherwise, the Board of Directors has the right to decide on the type of bonds, total value of bonds and issuance time, but must report to the General Meeting of Shareholders at the nearest meeting. The report must be accompanied by documents and records explaining the Board of Directors' decision on bond issuance.

4. Bond certificates or other securities certificates issued by the Company must be signed by

the legal representative and sealed by the Company.

Article 8. Share offering

1. Share offering is when a company increases the number of shares it is allowed to offer and sells those shares during its operations to increase its charter capital.

2. Share offering can be done in one of the following forms:

- a. Offer for sale to existing shareholders;
- b. Public offering;
- c. Private offering of shares;
- d. Offering of shares shall be carried out in accordance with the provisions of the law on securities and the law on enterprises;
- e. The company shall register changes to its charter capital within 10 days from the date of completion of the share sale .

Article 9. Transfer of shares

1. All shares are freely transferable unless otherwise provided by this Charter and the law. Shares registered for trading or listed on the Stock Exchange shall be transferred in accordance with the provisions of the law on securities and the securities market of the Stock Exchange.

2. Shares that have not been fully paid for cannot be transferred and enjoy related benefits such as the right to receive dividends, the right to receive shares issued to increase share capital from equity, the right to purchase newly offered shares and other benefits as prescribed by law .

Article 10. Revocation of shares

1. In case a shareholder fails to pay in full and on time the amount payable to purchase shares, the Board of Directors shall notify and have the right to request that shareholder to pay the remaining amount together with interest on that amount and any costs arising from the failure to pay in full to the Company as prescribed.

2. The above payment notice must clearly state the new payment period (at least seven days from the date of sending the notice), the place of payment and the notice must clearly state that in case of failure to pay as required, the unpaid shares will be revoked.

3. In case the requirements in the above notice are not implemented, before full payment of all payable amounts, interests and related expenses, the Board of Directors has the right to reclaim such shares .

4. The revoked shares are considered shares that are eligible for sale. The Board of Directors may directly or authorize the sale, redistribution or settlement to the owner of the revoked shares or other entities under the conditions and manner that the Board of Directors deems appropriate. In case the revoked shares are not sold in full, the Company must register to adjust the charter capital to the par value of the shares that have been fully paid for in accordance with the provisions of Article 113 of the Law on Enterprise .

5. Shareholders holding shares which are forfeited shall cease to be shareholders in respect of such shares, but shall still be required to pay all relevant amounts plus interest at the rate (not exceeding 10% per annum) at the time of forfeiture as decided by the Board of Directors from the date of forfeiture until the date of payment. The Board of Directors shall have the full discretion to

enforce payment of the full value of the shares at the time of forfeiture or may waive payment of part or all of such amount.

6. Notice of revocation shall be sent to the holder of the shares to be revoked prior to the time of revocation. The revocation shall remain effective even if there is any error or negligence in sending the notice.

Article 11. Repurchase of shares at the request of shareholders winter

1. Shareholders who vote against the resolution on the reorganization of the Company or change the rights and obligations of Shareholders as stipulated in this Charter have the right to request the Company to buy back their shares. The request must be in writing, clearly stating the name and address of the shareholder, the number of shares of each type, the intended selling price, and the reason for requesting the Company to buy back. The request must be sent to the Company within 10 (ten) days from the date the General Meeting of Shareholders passes the resolution on the matters stipulated in Clause This.

2. The Company must repurchase shares at the request of the shareholder as prescribed in Clause 1 of this Article at the market price or the price calculated according to the Company's regulations approved by the Board of Directors at each specific time within 90 (ninety) days from the date of receipt of the request. In case of failure to reach an agreement on the price, the Shareholder may sell the shares to another person or the parties may request a professional valuation organization to determine the price. The Company shall introduce at least 03 (three) professional valuation organizations for the Shareholder to choose from and that choice shall be the final decision, together.

Article 12. Share repurchase according to the Company's decision company

The Company has the right to buy back no more than 30% of the total number of common shares sold, part or all of the preferred dividend shares sold according to the following provisions :

1. The Board of Directors has the right to decide to buy back no more than 10% of the total number of shares of each type offered for sale within 12 months. In other cases, the share buyback is decided by the General Meeting of Shareholders ;

2. The Board of Directors shall decide on the price of share repurchase. For common shares, the repurchase price shall not be higher than the market price at the time of repurchase, except in the case specified in Clause 3 of this Article. For other types of shares, unless otherwise provided in the Company Charter or otherwise agreed between the Company and the relevant shareholders, the repurchase price shall not be lower than the market price ;

3. The company may repurchase shares of each shareholder in proportion to their share ownership ratio in the company in the following order;

a. The company's decision to repurchase shares must be notified to all shareholders within 30 days from the date the decision is passed. The notification must include the name, head office address of the company, the total number of shares and type of shares to be repurchased, the repurchase price or principles for determining the repurchase price, the procedures and payment deadlines, and the procedures and deadlines for shareholders to offer their shares to the company ;

b. Shareholders who agree to resell their shares must send their offer to the company by guaranteed means within 30 days from the date of notification. The offer must include the full name,

permanent address, Citizen Identification Card number, Identity Card, Passport or other legal personal identification of the individual shareholder; the name, enterprise code or establishment decision number, head office address of the institutional shareholder; the number of shares owned and the number of shares offered; payment method; signature of the shareholder or the shareholder's legal representative. The company will only buy back the shares offered within the above time limit ;

4. The repurchase of the Company's shares as stipulated in Articles 11 and 12 of this Charter shall only be permitted if it does not affect the payment of the Company's debts. After the full payment of the repurchased shares, if the total value of assets recorded in the Company's accounting books decreases by more than 10%, the Company must publish the information on the Company's website within 15 days from the date of full payment of the repurchased shares .

PART 5. ORGANIZATIONAL STRUCTURE, MANAGEMENT AND CONTROL

Article 13. Organizational structure, administration and control

The company's organizational, administrative and control structure includes:

- a. General meeting of shareholders;
- b. Board of Directors;
- c. Board of Control ;
- d. Director or Chief Executive Officer .

PART 6. SHAREHOLDERS AND GENERAL MEETING OF SHAREHOLDERS

Article 14. Shareholders' rights

1. The owners of common stock are common shareholders .
2. Common shareholders have the following rights :
 - a. Attend and speak at the General Meeting of Shareholders and exercise the right to vote directly at the General Meeting of Shareholders or through an authorized representative or other forms as prescribed by law or the Company's Charter . Each common share has one vote .
 - b. Receive dividends corresponding to the capital contribution at the level decided by the General Meeting of Shareholders;
 - c. Freely transfer his/her shares to others, except in the cases specified in Clause 3, Article 120 and Clause 1, Article 127 of the Law on Enterprises ;
 - d. Be given priority to purchase newly offered shares corresponding to the proportion of common shares of each shareholder in the Company ;
 - e. Review, look up and extract information in the list of shareholders with voting rights and request correction of inaccurate information;
 - f. Review, look up, extract or copy the Company Charter, minutes of the General Meeting of Shareholders and Resolutions of the General Meeting of Shareholders ;
 - g. In case the Company is dissolved or bankrupt, it is entitled to receive a portion of the

remaining assets corresponding to the percentage of shares owned in the Company after the Company has paid its debts (including debt obligations to the State, taxes, fees) and paid to shareholders holding other types of shares of the Company in accordance with the provisions of law;

h. Request the Company to buy back their shares in the cases specified in Article 11 of this Charter ;

i. Be treated fairly and equally ;

j. Have full access to periodic and irregular information published by the Company in accordance with the law;

k. To protect one's legitimate rights and interests; to request the suspension or cancellation of resolutions and decisions of the General Meeting of Shareholders and the Board of Directors in accordance with the provisions of the Law on Enterprises;

l. Other rights as prescribed by this Charter and the law.

3. Shareholders or groups of shareholders owning 05% (five percent) or more of total common shares have the following rights:

a. Request the Board of Directors to convene the General Meeting of Shareholders in accordance with the provisions of Clause 3, Article 115 and Point c, Clause 1, Article 140 of the Law on Enterprises ;

b. Review, look up, and extract minutes, resolutions, and decisions of the Board of Directors, mid-year and annual financial reports, reports of the Board of Supervisors, contracts, transactions that must be approved by the Board of Directors, and other documents, except for documents related to the company's trade secrets and business secrets, including but not limited to:

+ Contracts and transactions that are or will be implemented;

+ Contracts and transactions that have been executed but do not have a liquidation record;

+ Information related to individuals participating in the implementation of the Contract and transaction.

c. Request the Board of Supervisors to inspect each specific issue related to the management and operation of the company when deemed necessary. The request must be in writing and must include the full name, contact address, nationality, Citizen Identification Card number, Identity Card/Passport number or other legal personal identification for individual shareholders; name, head office address, nationality, enterprise code or establishment decision number for institutional shareholders; number of shares and time of share registration of each shareholder, total number of shares of the entire group of shareholders and ownership ratio in the total number of shares of the company; issues to be inspected, purpose of inspection ;

d. Other rights as prescribed by law and this Charter .

4. Shareholders or groups of shareholders owning 10% (ten percent) or more of the total number of common shares have the right to nominate people to the Board of Directors or Board of Supervisors when the Board of Directors or Board of Supervisors of the company expires or in the cases specified in Points a and b, Clause 1; Point a, Clause 2, Article 160 of the Law on Enterprises .

Article 15. Obligations of shareholders

Common shareholders have the following rights: the following obligations :

1. Pay in full and on time the number of shares committed to buy.
2. Capital contributed in the form of common shares may not be withdrawn from the company in any form, except in cases where the company or another person buys back the shares. In case a shareholder withdraws part or all of the contributed capital in violation of the provisions of this clause, that shareholder and the person with related interests in the company shall be jointly liable for the debts and other property obligations of the company within the value of the withdrawn shares and any damages incurred;
3. Comply with the company's Charter and internal management regulations.
4. Comply with resolutions of the General Meeting of Shareholders and Board of Directors.
5. Keep confidential the information provided by the company according to the provisions of the Company Charter and the law; only use the information provided to exercise and protect one's legitimate rights and interests; strictly prohibit the dissemination or copying or sending of information provided by the company to other organizations or individuals.
6. Provide the correct address when registering to buy shares. In case a shareholder changes his/her contact address, the shareholder must notify the company of the change in contact address in writing no later than 30 days from the date of change in contact address. The company is not responsible for not being able to contact the shareholder due to not being notified of the change in contact address.
7. Attend the General Meeting of Shareholders and exercise voting rights through the following forms:
 - a. Attend and vote directly at the meeting;
 - b. Authorize other individuals and organizations to attend and vote at the meeting;
 - c. Attend and vote via online conference, electronic voting or other electronic form;
 - d. Send voting ballots to the meeting via mail, fax, or email;
 - d. Send voting ballots by other means or forms to the company headquarters.
8. Be personally responsible when performing one of the following acts on behalf of the company in any form:
 - a. Violation of the law;
 - b. Conduct business and other transactions for personal gain or to serve the interests of other organizations or individuals;
 - c. Pay off outstanding debts before financial risk may arise to the company.
9. Fulfill other obligations as prescribed by current laws.

Article 16. General meeting of shareholders

1. The General Meeting of Shareholders, comprising all shareholders with voting rights, is the highest decision-making body of the Company. The General Meeting of Shareholders meets annually once a year and within four (04) months from the end of the fiscal year. The Board of Directors decides to extend the annual General Meeting of Shareholders if necessary, but not more than 06 months from the end of the fiscal year. In addition to the annual meeting, the General Meeting of Shareholders may hold extraordinary meetings. The venue of the General Meeting of

Shareholders is determined to be the place where the chairman attends the meeting and must be in the territory of Vietnam .

2. The Board of Directors convenes the Annual General Meeting of Shareholders and selects a suitable location. The Annual General Meeting of Shareholders decides on matters as prescribed by law and the Company's Charter, especially approving the annual financial statements and budget for the following fiscal year. In case the Audit Report of the Company's annual financial statements contains significant exceptions, the Company may invite a representative of the independent auditing company to attend the Annual General Meeting of Shareholders to explain the relevant contents .

3. The Board of Directors must convene an extraordinary meeting of the General Meeting of Shareholders in the following cases :

- a. The Board of Directors deems it necessary for the benefit of the Company;
- b. When the number of members of the Board of Directors is less than the number of members prescribed by law or the number of members of the Board of Directors is reduced by more than one-third (1/3) compared to the number of members prescribed in the Charter - in this case, the Board of Directors must convene a meeting of the General Meeting of Shareholders within 60 days from the date the number of members is reduced by more than one-third (1/3);
- c. A shareholder or group of shareholders specified in Clause 3, Article 14 of this Charter requests the convening of the General Meeting of Shareholders by a written request. The written request must clearly state the reason and purpose of the meeting and must have the signatures of all relevant shareholders (the written request may be made in multiple copies to have the signatures of all relevant shareholders) ;

- d. At the request of the Board of Supervisors;
- e. Other cases as prescribed by law and the Company Charter.

4. Convening an extraordinary meeting of shareholders

a. The Board of Directors must convene a meeting of the General Meeting of Shareholders within 30 (thirty) days from the date the number of remaining members of the Board of Directors is less than the number of members prescribed by law or from the date of receipt of the request prescribed in Points c and d, Clause 3 of this Article. In case the Board of Directors fails to convene a meeting of the General Meeting of Shareholders as prescribed, the Chairman of the Board of Directors and the members of the Board of Directors shall be responsible before the law and must compensate for any damage arising to the company .

b. In case the Board of Directors fails to convene the General Meeting of Shareholders as prescribed in Point a, Clause 4 of this Article, within the next 30 (thirty) days, the Board of Supervisors must replace the Board of Directors to convene the General Meeting of Shareholders as prescribed in Clause 3, Article 140 of the Law on Enterprises. In case the Board of Supervisors fails to convene the General Meeting of Shareholders as prescribed, the Board of Supervisors must be responsible before the law and compensate for any damages incurred by the company .

c. In case the Board of Supervisors fails to convene the General Meeting of Shareholders as prescribed in Point b, Clause 4 of this Article, the shareholder or group of shareholders prescribed in Point c, Clause 3 of this Article shall have the right to request the Company representative to

convene the General Meeting of Shareholders as prescribed in the Law on Enterprises .

In this case, the shareholder or group of shareholders convening the General Meeting of Shareholders may request the business registration authority to supervise the order and procedures for convening, conducting the meeting and making decisions of the General Meeting of Shareholders .

d. Procedures for organizing a General Meeting of Shareholders as prescribed in Clause 5, Article 140 of the Law on Enterprises .

e. All costs with valid documents for convening and conducting the General Meeting of Shareholders will be reimbursed by the company. These costs do not include expenses incurred by shareholders when attending the General Meeting of Shareholders, including accommodation and travel expenses.

Article 17. Rights and obligations business of the General Meeting of Shareholders

1. The General Meeting of Shareholders has the following rights and obligations :

- a. Through the Company's development orientation;
 - b. Decide on the types of shares and the total number of shares of each type that are allowed to be offered for sale; decide on the annual dividend rate for each type of shares;
 - c. Elect, dismiss, remove members of the Board of Directors and members of the Board of Supervisors ;
 - d. Decision to invest or sell assets with a value of 35% or more of the total asset value recorded in the Company's most recent financial report;
 - d. Decision to amend and supplement the Company Charter;
 - e. Through annual financial reports;
 - g. Decision to buy back more than 10% of total sold shares of each type;
 - h. Review and handle violations by members of the Board of Directors and members of the Board of Supervisors that cause damage to the Company and its shareholders;
 - i . Decision to reorganize and dissolve the Company;
 - k . Decide on the budget or total remuneration, bonuses and other benefits for the Board of Directors and the Board of Supervisors;
 - l . Approve the internal governance regulations; Regulations on the operation of the Board of Directors and the Board of Supervisors;
 - m. Approve the list of approved auditing companies; decide on the approved auditing company to conduct audits of the Company's operations, and dismiss approved auditors when deemed necessary;
 - n . Other rights and obligations as prescribed by law.
2. The General Meeting of Shareholders discussed and approved the following issues:
- a. The Company's annual business plan;
 - b. Audited annual financial statements;
 - c. Report of the Board of Directors on the management and performance of the Board of Directors and each member of the Board of Directors;
 - d. Report of the Board of Supervisors on the Company's business results, performance of the

Board of Directors, Director (General Director);

- d. Self-assessment report on the performance of the Board of Supervisors and members of the Board of Supervisors;
- e. Dividend level for each share of each type;
- g. Number of members of the Board of Directors and Board of Supervisors;
- h. Elect, dismiss, remove members of the Board of Directors, members of the Board of Supervisors;
- i. Decide on the budget or total remuneration, bonuses and other benefits for the Board of Directors and the Board of Supervisors;
- j. Approve the list of approved auditing firms; decide on approved auditing firms to conduct audits of the company's operations when deemed necessary;
- k. Supplement and amend the Company Charter;
- l. Types of shares and number of new shares issued for each type of shares and transfer of shares by founding members within the first 03 years from the date of establishment;
- m. Division, separation, consolidation, merger or conversion of the Company;
- n. Reorganize and dissolve (liquidate) the Company and appoint a liquidator;
- o. Decision to invest or sell assets with a value of [35%] or more of the total asset value recorded in the Company's most recent Financial Statement;
- p. Decision to buy back more than 10% of total sold shares of each type;
- q. The Company signs contracts and transactions with the entities specified in Clause 1, Article 167 of the Law on Enterprise with a value equal to or greater than 35% of the total value of the Company's assets recorded in the most recent financial report;
- r. Approve the transactions specified in Clause 4, Article 293 of Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities;
- s. Approve the internal regulations on corporate governance, the regulations on the operation of the Board of Directors, and the regulations on the operation of the Board of Supervisors;
- t. Other issues as prescribed by law and this Charter.

3. Shareholders are not allowed to vote in the following cases:

- a. Contracts specified in Clause 2 of this Article when that shareholder or a person related to that shareholder is a party to the contract ;
- b. The repurchase of shares by that shareholder or by a person related to that shareholder, except in cases where the repurchase of shares is made in proportion to the ownership ratio of all shareholders or the repurchase is made through order matching or public offering on the Stock Exchange .

4. All matters within the authority of the General Meeting of Shareholders must be discussed and voted on at the meeting or by way of written opinion of the General Meeting of Shareholders.

Article 18. Authorization to attend the General Meeting of Shareholders

1. Shareholders and authorized representatives of organizational shareholders may directly attend the meeting or authorize one or more other individuals or organizations to attend the meeting

or attend the meeting through one of the forms prescribed in Clause 3, Article 144 of the Law on Enterprises .

2. The authorization for an individual or organization to represent the General Meeting of Shareholders must be made in writing. The authorization document is made according to the Company's form or the provisions of civil law, and must clearly state the name of the authorized individual or organization and the number of authorized shares. Individuals and organizations authorized to attend the General Meeting of Shareholders must present a written authorization when registering to attend the meeting before entering the meeting room.

3. The voting ballot of the person authorized to attend the meeting within the scope of authorization remains valid when one of the following cases occurs:

- a. The authorized person has died, has limited civil capacity or has lost civil capacity;
- b. The principal has revoked the authorization;
- c. The principal has revoked the authority of the person performing the authorization ;

This provision shall not apply in the event that the Company receives notice of one of the above events before the opening of the General Meeting of Shareholders or before the meeting is reconvened.

Article 19. Change of rights

1. The change or cancellation of special rights attached to a type of preferred shares shall be effective when approved by shareholders holding at least 65% (sixty-five percent) of the common shares attending the meeting and at the same time approved by shareholders holding at least 65% (sixty-five percent) of the voting rights of the said type of preferred shares .

2. The organization of such a meeting is only valid when there are at least 02 (two) shareholders (or their authorized representatives) and holding at least 1/3 (one-third) of the par value of the issued shares of that type. In case there are not enough delegates as stated above, the meeting will be re-organized within 30 (thirty) days later and the holders of shares of that type (regardless of the number of people and shares) present in person or through authorized representatives are considered to have sufficient number of required delegates. At the separate meetings mentioned above, the holders of shares of that type present in person or through representatives can request a secret ballot and each share of the same type has equal voting rights at the above meetings .

3. The procedures for conducting such separate meetings are similar to those provided for in Articles 21 and 23 .

4. Unless otherwise provided in the terms of issue of shares, the special rights attached to the classes of shares with preferential rights in respect of some or all matters relating to the sharing of profits or assets of the Company shall not be changed when the Company issues additional shares of the same class.

Article 20. Convening meetings, meeting agenda and notice of invitation to the General Meeting of Shareholders

1. The Board of Directors convenes the annual and extraordinary General Meetings of Shareholders. The Board of Directors convenes extraordinary General Meetings of Shareholders in the cases specified in Clause 3, Article 16 of this Charter .

2. The convener of the General Meeting of Shareholders must perform the following tasks:

a. Prepare a list of shareholders entitled to attend the meeting based on the company's shareholder register. The list of shareholders entitled to attend the General Meeting of Shareholders shall be prepared no later than 10 days before the date of sending the invitation to the General Meeting of Shareholders. The company must disclose information on the preparation of the list of shareholders entitled to attend the General Meeting of Shareholders at least 20 (twenty) days before the final registration date ;

b. Providing information and resolving complaints related to the shareholder list;

c. Prepare meeting agenda and content;

d. Prepare documents for the meeting;

d. Draft resolution of the General Meeting of Shareholders according to the expected content of the meeting; list and detailed information of candidates in case of election of members of the Board of Directors and Supervisors;

e. Determine the time and place of the meeting;

f. Send meeting invitations to each shareholder entitled to attend the meeting in accordance with the provisions of the Law on Enterprises.

g. Other work for the meeting.

3. Notice of the General Meeting of Shareholders shall be sent by registered mail to the contact address of the shareholders and shall be published on the company's website and the media of the State Securities Commission and the State Securities Exchange. Notice of the General Meeting of Shareholders shall be sent at least 21 (twenty-one) days before the date of the General Meeting of Shareholders (from the date on which the notice is sent or transferred in a valid manner, postage is paid or mailed). The agenda of the General Meeting of Shareholders and documents relating to the issues to be voted on at the meeting shall be sent to the shareholders or posted on the Company's website. In case the documents are not sent with the notice of the General Meeting of Shareholders, the notice of invitation to the meeting shall clearly state the address of the website for shareholders to access, including :

a. Meeting agenda, documents used in the meeting;

b. List and details of candidates in case of election of members of the Board of Directors and Supervisors;

c. Voting ballot;

d. Form of appointment of authorized representative to attend meeting ;

e. Draft resolutions for each issue on the meeting agenda .

4. Shareholders or groups of shareholders mentioned in Clause 3, Article 14 of this Charter have the right to propose issues to be included in the agenda of the General Meeting of Shareholders. The proposal must be made in writing and must be sent to the Company at least 07 (seven) working days before the opening date of the General Meeting of Shareholders. The proposal must include the shareholder's full name, permanent address, nationality, citizen identification card number, identity card, passport or legal personal identification for individual shareholders; name, enterprise code or establishment decision number, head office address for organizational shareholders; the number and type of shares held by that person, and the content proposed to be included in the meeting agenda .

5. The convener of the General Meeting of Shareholders has the right to reject proposals related to Clause 4 of this Article in the following cases :

a. The proposal is not submitted on time or is insufficient or does not comply with the content/regulations in Clause 4 of this Article ;

b. The proposed issue is not within the scope of authority for the General Meeting of Shareholders to discuss and approve.

6. In case the convener of the General Meeting of Shareholders refuses the proposal specified in Clause 4 of this Article, he/she must respond in writing and state the reasons no later than 02 (two) working days before the opening date of the General Meeting of Shareholders.

7. The Board of Directors must prepare draft resolutions for each issue on the meeting agenda.

8. The convener of the General Meeting of Shareholders must accept and include the proposal specified in Clause 4 of this Article in the proposed agenda and content of the meeting, except for the case specified in Clause 5 of this Article; the proposal shall be officially added to the agenda and content of the meeting if approved by the General Meeting of Shareholders.

9. In case all shareholders representing 100% of the shares with voting rights attend directly or through authorized representatives at the General Meeting of Shareholders, the decisions unanimously approved by the General Meeting of Shareholders are considered valid even in cases where the convening of the General Meeting of Shareholders is not in accordance with the correct procedures or the voting content is not included in the program.

Article 21. Conditions for holding a General Meeting of Shareholders

1. The General Meeting of Shareholders is held when the number of shareholders attending the meeting represents more than 50% of the total number of votes .

2. In case there is not enough number of delegates required within 30 (thirty) minutes from the time of setting the opening of the meeting, the convener shall cancel the meeting. The meeting must be reconvened within 30 (thirty) days from the date of the first General Meeting of Shareholders. The reconvened General Meeting of Shareholders shall only be held when the number of shareholders attending the meeting represents at least 33% (thirty-three percent) of the total number of shares with voting rights.

3. In case the second meeting is not eligible to be held according to the provisions of Clause 2 of this Article, a third meeting shall be convened within 20 (twenty) days from the date of the second meeting. In this case, the meeting of the General Meeting of Shareholders shall be held regardless of the total number of votes of the attending shareholders, shall be considered valid and shall have the right to decide all matters expected to be approved at the first General Meeting of Shareholders .

Article 22. Procedures for conducting meetings and voting at the General Meeting of Shareholders

1. Before opening the meeting, the Company must register shareholders to attend the General Meeting of Shareholders .

2. When registering shareholders, the Company will issue each shareholder or authorized

representative with voting rights a voting card, on which is stated the registration number, full name of the shareholder, full name of the authorized representative and the number of votes of that shareholder. When voting at the meeting, the number of cards approving the resolution will be collected first, the number of cards disapproving the resolution will be collected later, and finally the total number of votes approving or disapproving will be counted to decide. The total number of votes approving, disapproving, abstaining or invalid for each issue will be announced by the Chairman immediately after voting on that issue. The meeting will elect people to count votes or supervise the counting of votes at the request of the Chairman. The number of members of the counting committee is decided by the General Meeting of Shareholders based on the request of the Chairman but must not exceed the number of people prescribed by current law .

3. Shareholders or authorized representatives who arrive after the meeting has opened have the right to register immediately and then have the right to participate and vote immediately after registration. In this case, the Chairman is not responsible for stopping the meeting to allow late shareholders to register and the validity of the voting contents conducted before the late shareholders attended will not be changed .

4. The Chairman of the Board of Directors shall chair meetings convened by the Board of Directors. In case the Chairman of the Board of Directors is absent or temporarily unable to work, the remaining members of the Board of Directors shall elect one of them to chair the meeting according to the majority principle. In case no one can be elected as the chairperson, the Head of the Board of Supervisors shall direct the General Meeting of Shareholders to elect the meeting chairperson and the person with the highest number of votes shall chair the meeting .

In other cases, the person who signs the summons for the General Meeting of Shareholders shall direct the General Meeting of Shareholders to elect a chairman of the meeting and the person with the highest number of votes shall chair the meeting.

5. The Chairman's decision on the order, procedures or events arising outside the agenda of the General Meeting of Shareholders shall be of the highest judgment. The agenda and content of the meeting must be approved by the General Meeting of Shareholders in the opening session. The agenda must clearly and specifically specify the time for each issue in the agenda. Only the General Meeting of Shareholders has the right to change the agenda compared to the meeting invitation .

6. The Chairman of the General Meeting of Shareholders may postpone the meeting when there is consensus or request from the General Meeting of Shareholders with the required number of delegates attending the meeting as prescribed in Clause 8, Article 146 of the Law on Enterprises .

7. In case the chairman postpones or suspends the General Meeting of Shareholders contrary to the provisions of Clause 6 of this Article, the General Meeting of Shareholders shall elect another person from among the attending members to replace the chairman to conduct the meeting until its conclusion and the validity of the votes passed at that meeting shall be effective .

8. The Chairman of the meeting may conduct activities that he or she deems necessary to conduct the General Meeting of Shareholders in a valid and orderly manner; or according to the approved agenda and reflecting the wishes of the majority of the attending delegates .

9. The person convening the General Meeting of Shareholders has the right to .

a. Require all meeting attendees to submit to screening or other security measures;

b. Request competent authorities to maintain order at the meeting; expel those who do not comply with the chairman's authority, intentionally disrupt order, prevent the normal progress of the meeting or do not comply with security check requirements from the General Meeting of Shareholders;

10. The convener of the General Meeting of Shareholders, after careful consideration, may take appropriate measures to :

- a. Seating arrangement at the venue of the General Meeting of Shareholders ;
- b. Ensure safety for everyone present at the locations ;
- c. Facilitate shareholders to attend (or continue to attend) the meeting.

The convener of the General Meeting of Shareholders has full authority to change the above measures and apply all necessary measures. The measures applied may be to issue admission tickets or use other forms of selection .

11. In case the general meeting of shareholders applies the above methods, the person convening the general meeting of shareholders when determining the meeting location may :

a. Notice that the meeting will be held at the place specified in the notice and that the chairman of the meeting will be present there ("Principal Place of Meeting");

b. Arrange and organize so that shareholders or authorized representatives who cannot attend the meeting according to this Article or those who wish to attend at a location other than the main location of the meeting can simultaneously attend the meeting;

The notice of the holding of the meeting need not detail the organizational measures under this Article.

12. In these Articles (unless the circumstances otherwise require), every shareholder shall be deemed to have attended the meeting at the Principal Place of Meeting.

13. The agenda and content of the meeting must be approved by the General Meeting of Shareholders in the opening session. The agenda must clearly and specifically specify the time for each issue in the meeting agenda;

The Company must hold a General Meeting of Shareholders at least once a year. The annual General Meeting of Shareholders shall not be held by way of written consent.

14. The General Meeting of Shareholders may include the form of an in-person meeting or an online conference in which some or all of the Shareholders in different locations may:

a. See and hear the Chairman and other attendees of the Congress speaking at the meeting; and

b. Communicate with the Chairman and other Shareholders at the same time directly or via conference phone or other technological means.

15. Shareholders are considered to have attended and voted at the General Meeting of Shareholders in the forms prescribed in Clause 7, Article 15 of this Charter.

Article 23. Approval of resolutions of the General Meeting of Shareholders

1. The General Meeting of Shareholders adopts decisions within its authority by voting at the meeting or by obtaining written opinions.

2. Resolutions of the General Meeting of Shareholders on the following matters must be passed by voting at the General Meeting of Shareholders:

- a. Amend and supplement the contents of the Company Charter;
- b. Company development orientation;
- c. Types of shares and total number of shares of each type;
- d. Elect, dismiss, remove members of the Board of Directors and the Board of Supervisors;
- e. Decision to invest or sell assets with a value equal to or greater than 35% (thirty-five percent) of the total value of assets recorded in the company's most recent financial report;
- f. Approval of annual financial reports;
- g. Reorganization and dissolution of the company.

3. Resolutions on the following contents shall be passed if approved by shareholders representing 65% or more of the total votes of all shareholders attending and voting at the meeting, except for the cases specified in Clauses 3, 4 and 6, Article 148 of the Law on Enterprises:

- a. Types of shares and total number of shares of each type;
- b. Change of industry, profession and business field ;
- c. Change the Company's management structure ;
- d. Investment project or sell valuable assets from 35% or more of the total asset value recorded in the Company's most recent financial report ;
- e. Reorganization and dissolution of the Company ;
- f. Other cases as prescribed in this Charter .

4. resolutions are passed when approved by shareholders holding more than 50% of the total votes of all shareholders attending and voting at the meeting . except for the cases specified in Clauses 3 and 5 of this Article and Clauses 4 and 6 of Article 148 of the Law on Enterprises.

5. Voting to elect members of the Board of Directors and the Board of Supervisors is carried out by cumulative voting, whereby each shareholder has a total number of votes corresponding to the total number of shares owned multiplied by the number of elected members of the Board of Directors or the Board of Supervisors and shareholders have the right to accumulate all or part of their total votes for one or several candidates. The elected members of the Board of Directors or the Board of Supervisors are determined by the number of votes from high to low, starting from the candidate with the highest number of votes until the number of members specified in the Company's Charter is sufficient. In case there are 02 or more candidates with the same number of votes for the final member of the Board of Directors or the Board of Supervisors, a re-election will be conducted among the candidates with the same number of votes or selection will be made according to the criteria of the election regulations .

6. Resolutions of the General Meeting of Shareholders passed by 100% of the total number of voting shares are legal and effective even if the order and procedures for convening the meeting and passing the resolution violate the provisions of the Law on Enterprises and the Company Charter .

7. The resolution of the General Meeting of Shareholders must be notified to shareholders entitled to attend the General Meeting of Shareholders within 15 days from the date the resolution is

passed; in case the company has a website, sending the resolution can be replaced by posting it on the Company's website.

Article 24. Authority and procedures for obtaining shareholders' written opinions to pass resolutions of the General Meeting of Shareholders

The authority and procedures for obtaining written opinions of shareholders to pass resolutions of the General Meeting of Shareholders are implemented according to the following provisions :

1. Except for the contents and issues approved by the General Meeting of Shareholders by voting at the General Meeting of Shareholders as prescribed in Clause 2, Article 23 of this Charter, the Board of Directors has the right to obtain written opinions of shareholders to approve resolutions of the General Meeting of Shareholders when deemed necessary for the benefit of the company;

2. The Board of Directors must prepare the voting ballot, draft resolution of the General Meeting of Shareholders, documents explaining the draft resolution and send them to shareholders with voting rights at least 10 (ten) days before the deadline for returning the voting ballot. The preparation of the list of shareholders to send the voting ballot shall be carried out in accordance with the provisions of Clause 2, Article 20 of this Charter. The requirements and method of sending the voting ballot and accompanying documents shall be carried out in accordance with the provisions of Article 143 of the Law on Enterprises;

3. The opinion form must have the following main contents:

- a. Name, head office address, business registration number;
- b. Purpose of consultation;
- c. Full name, permanent address, nationality, ID card, passport or other legal personal identification of the individual shareholder; name, head office address, nationality, enterprise code or establishment decision number of the organizational shareholder or full name, permanent address, nationality, ID card number, passport or other legal personal identification of the authorized representative of the organizational shareholder; number of shares of each type and number of votes of the shareholder;
- d. Issues requiring consultation to pass decisions;
- e. Voting options include approval, disapproval and no opinion;
- f. Deadline for returning completed opinion forms to the company;
- g. Full name and signature of the Chairman of the Board of Directors and the legal representative of the company;

4. The opinion form is sent to the Company in the following form:

a. Send by mail. The returned ballot must be signed by the individual shareholder, the authorized representative or the legal representative of the shareholder who is an organization. The ballot sent to the Company must be in a sealed envelope and no one is allowed to open it before the vote count;

b. Send by fax or email. Voting forms sent to the company by fax or email must be kept confidential until the time of vote counting;

Any opinion form sent to the company after the deadline specified in the opinion form or

opened in the case of mailing and disclosed in the case of faxing or emailing is invalid; An opinion form that is not returned is considered a non-voting form.

5. The Board of Directors shall count the votes and prepare a vote counting record under the witness of the Board of Supervisors or of shareholders who do not hold management positions in the company. The vote counting record must contain the following main contents:

- a. Name, head office address, business registration number ;
- b. Purpose and issues to be consulted to pass the decision;
- c. Number of shareholders with total number of votes participated in voting, in which distinguishing between valid and invalid votes and voting method, with an appendix of the list of shareholders participating in voting;
- d. Total number of votes for, against and abstentions on each issue;
- e. The issues have been resolved;
- f. Full name and signature of the Chairman of the Board of Directors, the legal representative of the company, the vote counting supervisor and the vote counter.

Members of the Board of Directors, vote counters and vote counting supervisors shall be jointly responsible for the truthfulness and accuracy of the vote counting minutes; and jointly responsible for damages arising from decisions passed due to dishonest and inaccurate vote counting;

6. The minutes of the vote counting results must be sent to shareholders within 15 (fifteen) days from the date of completion of the vote counting. In case the company has an electronic information page, the sending of the minutes of the vote counting can be replaced by posting on the Company's electronic information page within 24 (twenty-four) hours from the time of completion of the vote counting;

7. The returned ballots, the vote counting minutes, the full text of the passed resolution and relevant documents attached to the ballots must all be kept at the company's head office;

8. Resolutions passed by way of written shareholder voting have the same value as resolutions passed at a meeting of the General Meeting of Shareholders .

9. In case of passing a resolution in the form of collecting written opinions, the resolution of the General Meeting of Shareholders shall be passed if it is approved by shareholders owning more than 50% of the total number of votes of all shareholders with voting rights, except for the cases specified in Clause 3, Article 23 of this Charter.

Article 25. Minutes of the General Meeting of Shareholders

1. Minutes of the General Meeting of Shareholders must be recorded and may be audio-recorded or recorded and stored in other electronic forms. Minutes must be prepared in Vietnamese, may be prepared in a foreign language, and must include the following main contents:

- a. Name, head office address, business registration number;
- b. Time and place of the General Meeting of Shareholders;
- c. Meeting agenda and content;
- d. Full name of the chairman and secretary;
- d . Summarize the meeting proceedings and opinions expressed at the General Meeting of

Shareholders on each issue in the meeting agenda;

e. Number of shareholders and total number of votes of shareholders attending the meeting, appendix of list of registered shareholders, shareholder representatives attending the meeting with corresponding number of shares and votes;

g. Total number of votes for each voting issue, clearly stating the voting method, total number of valid, invalid, approving, disapproving and abstaining votes; corresponding ratio to the total number of votes of shareholders attending the meeting;

h. Issues passed and corresponding percentage of votes passed;

i. Full name and signature of the chairman and secretary.

In case the chairman and secretary refuse to sign the meeting minutes, the minutes shall be valid if they are signed by all other members of the Board of Directors attending the meeting and contain all the contents as prescribed in this clause. The meeting minutes shall clearly state the refusal of the chairman and secretary to sign the meeting minutes.

2. Minutes of the General Meeting of Shareholders must be completed and approved before the end of the meeting.

3. The chairman and secretary of the meeting or other person signing the minutes of the meeting shall be jointly responsible for the truthfulness and accuracy of the contents of the minutes.

4. Minutes drawn up in Vietnamese and foreign languages have the same legal effect. In case of any difference in content between the minutes in Vietnamese and in foreign languages, the content in the minutes in Vietnamese shall prevail.

5. Minutes of the General Meeting of Shareholders must be sent to all shareholders within 15 days from the end of the meeting; sending the minutes of vote counting can be replaced by posting them on the company's website.

6. Minutes of the General Meeting of Shareholders, appendix of list of shareholders registered to attend the meeting, resolutions passed and related documents sent with the meeting invitation must be disclosed in accordance with the law on information disclosure on the stock market, and kept at the company's headquarters.

Article 26. Request to cancel resolution of General Meeting of Shareholders

Within 90 (ninety) days from the date of receipt of the minutes of the General Meeting of Shareholders or the minutes of the results of the vote counting to collect shareholders' opinions in writing, members of the Board of Directors, Supervisors, Directors (General Directors), shareholders or groups of shareholders specified in Clause 3, Article 14 of this Charter have the right to request the Court or arbitration to review and cancel the decision of the General Meeting of Shareholders in the following cases :

1. The procedures for convening the General Meeting of Shareholders are not carried out in accordance with the provisions of the Law on Enterprises and the Company Charter, except for the case specified in Clause 2, Article 27 of this Charter ;

2. The order, procedure for making decisions and the content of the decisions violate the law or the Company's Charter .

In case the decision of the General Meeting of Shareholders is annulled by a decision of the

Court or Arbitration, the person convening the annulled General Meeting of Shareholders may consider reorganizing the General Meeting of Shareholders within 30 (thirty) days in accordance with the procedures prescribed in the Law on Enterprises and this Charter.

Article 27. Validity of resolutions of the General Meeting of Shareholders

1. Resolutions of the General Meeting of Shareholders take effect from the date of approval or from the effective date stated in such resolution;
2. Resolutions of the General Meeting of Shareholders passed by 100% of the total number of voting shares are legal and effective even if the order and procedures for passing such resolution are not carried out correctly as prescribed;
3. In case a shareholder or group of shareholders requests the Court or Arbitration to annul the resolution of the General Meeting of Shareholders as prescribed in Article 26 of this Charter, such resolutions shall remain effective until the Court or Arbitration makes a different decision, except in cases where temporary emergency measures are applied according to the decision of a competent authority.

PART 7. BOARD OF DIRECTORS

Article 28. Standards for members of the Board of Directors

1. Board members must have the following qualifications and conditions:
 - a. Have full civil act capacity, not subject to prohibition from managing enterprises as prescribed in Clause 2, Article 17 of the Law on Enterprises;
 - b. Have professional qualifications and experience in business management of the company. Board members do not necessarily have to be shareholders of the Company;
 - c. A member of the Board of Directors of a Company may concurrently be a member of the Board of Directors of another company.
2. An independent member of the Board of Directors is a member who meets the following standards and conditions :
 - Not a person currently working for the company or a subsidiary of the company; not a person who has worked for the company or a subsidiary of the company for at least the previous 3 consecutive years ;
 - Not a person receiving salary or remuneration from the company, except for allowances that Board of Directors members are entitled to according to regulations;
 - Not being a person whose wife or husband, biological father , adoptive father, biological mother , adoptive mother, biological child, adopted child, biological brother , biological sister , or biological sibling is a major shareholder of the company; is a manager of the company or a subsidiary of the company ;
 - Not directly or indirectly owning at least 1% of the total voting shares of the company ;
 - Not a person who has been a member of the Board of Directors or Board of Supervisors of the company for at least the previous 5 consecutive years .

3. An independent member of the Board of Directors who no longer meets the conditions prescribed in Clause 2 of this Article shall automatically cease to be an independent member of the Board of Directors from the date of non-fulfillment of the conditions. The Board of Directors must notify the case where an independent member of the Board of Directors no longer meets the conditions at the nearest General Meeting of Shareholders or convene a General Meeting of Shareholders to elect additional or replace an independent member of the Board of Directors within 06 months from the date of receipt of the notice of the relevant independent member of the Board of Directors .

Article 29. Candidacy and nomination of members of the Board of Directors

1. In case the candidates have been determined in advance, information related to the Board of Directors candidates shall be included in the documents of the General Meeting of Shareholders and announced at least 10 (ten) days before the opening date of the General Meeting of Shareholders on the Company's website so that shareholders can learn about these candidates before voting. The Board of Directors candidates must have a written commitment to the honesty, accuracy and reasonableness of the published personal information and must commit to performing their duties honestly if elected as a member of the Board of Directors. Information related to the Board of Directors candidates to be announced shall include at least the following contents :

- a. Full name, date of birth;
- b. Education level;
- c. Professional qualifications;
- d. Work process;
- e. Companies in which the candidate holds the position of Board member and other management positions;
- f. Assessment report on the candidate's contribution to the Company, in case the candidate is currently a member of the Company's Board of Directors;
- g. Benefits related to the Company (if any);
- h. Full name of the shareholder or group of shareholders nominating that candidate (if any);
- i. Other information (if any).

2. Shareholders or groups of shareholders holding 10% (ten percent) or more of the total number of common shares have the right to nominate candidates for the Board of Directors. Shareholders or groups of shareholders holding 10% (ten percent) or more of the total number of voting shares may nominate 01 (one) candidate; from 10 % (ten percent) to less than 30% (thirty percent) may nominate a maximum of 02 (two) candidates; from 30% (thirty percent) to less than 40% (forty percent) may nominate a maximum of 03 (three) candidates; from 40% (forty percent) to less than 50% (fifty percent) may nominate a maximum of 04 (four) candidates; from 50% (fifty percent) to less than 60% (sixty percent) may nominate a maximum of 05 (five) candidates; From 60% (sixty percent) to less than 70% (seventy percent) can nominate a maximum of 06 (six) candidates; from 70% (seventy percent) to less than 80% (eighty percent) can nominate a maximum of 07 (seven) candidates; and from 80% (eighty percent) to less than 90% (ninety percent) can nominate a maximum of 08 (eight) candidates .

3. In case the number of candidates for the Board of Directors through nomination and candidacy is still not enough, the current Board of Directors may nominate additional candidates or organize nominations according to the mechanism prescribed by the Company in the Internal Regulations on Corporate Governance. The procedure for the current Board of Directors to introduce additional candidates must be clearly announced before the General Meeting of Shareholders votes to elect members of the Board of Directors according to the provisions of law.

Article 30. Composition and term of office of members of the Board of Directors

1. The number of members of the Board of Directors is 05 (five) people . The term of the Board of Directors is 05 (five) years. The term of a member of the Board of Directors shall not exceed 05 (five) years; a member of the Board of Directors may be re-elected for an unlimited number of terms. The total number of independent members of the Board of Directors must account for at least 1/3 (one-third) of the total number of members of the Board of Directors. The minimum number of independent members of the Board of Directors is determined by rounding down .

2. A member of the Board of Directors will no longer be a member of the Board of Directors in the following cases:

- a. That member does not meet the qualifications and conditions prescribed in Article 28 of this Charter or is prohibited by law from being a member of the Board of Directors ;
- b. That member submits a written resignation to the Company's head office;
- c. That member is mentally disordered and another member of the Board of Directors has expert evidence proving that he or she is no longer legally competent ;
- d. That member does not attend meetings of the Board of Directors continuously for 06 (six) months, except in cases of force majeure ;
- e. According to the decision of the General Meeting of Shareholders;
- f. That member is no longer the authorized representative of the institutional shareholder;
- g. Providing false personal information when submitting to the Company as a candidate for the Board of Directors;
- h. Other cases as prescribed by law.

3. The appointment of members of the Board of Directors must be disclosed in accordance with the provisions of the law on securities and the securities market .

4. A member of the Board of Directors need not be a shareholder of the Company.

Article 31. Rights and obligations of the Board of Directors

1. The business activities and affairs of the Company shall be subject to the management or direction of the Board of Directors. The Board of Directors is the governing body with full authority to exercise all rights on behalf of the Company except for the authority vested in the General Meeting of Shareholders .

2. The Board of Directors is responsible for supervising the Director or Chief Executive Officer and other management personnel.

3. The rights and obligations of the Board of Directors are stipulated by the Law, the Charter, internal regulations and Resolutions of the General Meeting of Shareholders. Specifically, the Board of Directors has the following powers:

a. Decide on the Company's strategy , medium-term development plan and annual business plan ;

b. Propose the type of shares and the total number of shares of each type that can be offered ;

c. Decision to sell unsold shares within the number of shares allowed to be offered for sale of each type; decision to raise additional capital in other forms.

d. Decide on the selling price of the Company's shares and bonds ;

d. Decision to repurchase shares as prescribed in Clause 1 and Clause 2, Article 133 of the Law on Enterprises.

e. Decide on investment plans and investment projects within the authority and limits prescribed by law .

g. Decide on market development, marketing and technology solutions ;

h. Approval of purchase, sale, loan, lending contracts and other contracts and transactions with a value of 35% or more of the total asset value recorded in the Company's most recent financial report. This Regulation does not apply to contracts and transactions under the decision-making authority of the General Meeting of Shareholders as prescribed in Point d, Clause 2, Article 138, Clauses 1 and 3, Article 167 of the Law on Enterprises ;

i. Elect, dismiss, remove the Chairman of the Board of Directors; appoint, dismiss, sign contracts, terminate contracts with the Director or General Director, Deputy General Director or Deputy Director, Chief Accountant, Head/Deputy Head of Project Management Board ; decide on their salaries, remuneration, bonuses and other benefits; appoint authorized representatives to participate in the Board of Members or General Meeting of Shareholders at other companies, decide on the remuneration and other benefits of those people;

k. Supervise and direct the Director (General Director) and other managers in the daily business operations of the Company ;

l. Decide on the organizational structure and internal management regulations of the Company, decide on the establishment of subsidiaries, branches, representative offices and capital contribution and purchase of shares of other enterprises ;

m. Approve the agenda and content of documents for the General Meeting of Shareholders, convene the General Meeting of Shareholders or collect opinions for the General Meeting of Shareholders to pass resolutions ;

- n. Submit audited annual financial statements to the General Meeting of Shareholders ;
 - o. Propose the level of dividends to be paid; decide on the time limit and procedures for paying dividends or handling losses arising during the business process;
 - p. Proposing the reorganization and dissolution of the Company; requesting the bankruptcy of the Company;
 - q. Decide to issue the Board of Directors' Operating Regulations, Internal Regulations on Corporate Governance after being approved by the General Meeting of Shareholders; decide to issue the Operating Regulations of the Audit Committee under the Board of Directors, Regulations on information disclosure of the company;
 - s. Other rights and obligations as prescribed by the Law on Enterprises, the Law on Securities, other provisions of law and the Company Charter .
4. The following matters must be approved by the Board of Directors:
- a. Establish branches or representative offices of the Company;
 - b. Establishment of subsidiaries of the Company;
 - c. Appoint and dismiss persons authorized by the Company as commercial representatives and Lawyers of the Company;
 - d. Borrowing and performance of mortgages, warranties, guarantees and indemnities of the Company;
 - e. Purchase or sale of shares or capital contributions in other companies in Vietnam or abroad;
 - f. Valuation of non-cash assets contributed to the Company related to the issuance of bonds or shares of the Company, including gold, land use rights, intellectual property rights, technology and technological know-how;
 - g. Decision to invest or sell assets with a value of less than 35% (thirty-five percent) of the total value of assets recorded in the company's most recent financial report. This provision does not apply to contracts and transactions under the decision-making authority of the General Meeting of Shareholders as prescribed in Point d, Clause 2, Article 138 and Clause 3, Article 167 of the Law on Enterprises;
 - h. Approval of purchase, sale, loan, lending contracts and other contracts and transactions with a value of 35% or more of the total asset value recorded in the Company's most recent financial report. This Regulation does not apply to contracts and transactions under the decision-making authority of the General Meeting of Shareholders as prescribed in Point d, Clause 2, Article 138, Clauses 1 and 3, Article 167 of the Law on Enterprises ;
 - i. Investments that are not part of the business plan and exceed 10% of the annual business plan and budget value;
 - j. The company's purchase or withdrawal of no more than 10% of each type of shares; Decision on the price at which the company purchases or withdraws shares;

Other issues not within the authority of the General Meeting of Shareholders that the Board decides require approval within the scope of its authority and responsibility.

5. The Board of Directors must report to the General Meeting of Shareholders on its activities, specifically on the Board of Directors' supervision of the Director or General Director and

other managers during the fiscal year. In case the Board of Directors fails to submit a report to the General Meeting of Shareholders, the Company's annual financial statements will be considered invalid and have not been approved by the Board of Directors.

6. Unless otherwise provided by law and the Charter, the Board of Directors may authorize subordinate employees and managers to handle work on behalf of the Company.

7. Members of the Board of Directors (excluding authorized representatives) shall receive remuneration for their work as members of the Board of Directors. The total remuneration for the Board of Directors shall be decided by the General Meeting of Shareholders. This remuneration shall be divided among the members of the Board of Directors according to the agreement of the Board of Directors or equally divided in case of no agreement.

8. The total amount of remuneration paid to members of the Board of Directors (and the amount of remuneration for each member) including remuneration, expenses, commissions, stock purchase rights and other benefits received from the Company, subsidiaries, affiliated companies of the Company and other companies in which the members of the Board of Directors are representatives of capital contributions must be detailed in the Company's annual report.

9. A member of the Board of Directors holding an executive position (including the position of Chairman or Vice Chairman), or a member of the Board of Directors serving on a subcommittee of the Board of Directors, or performing other duties which, in the opinion of the Board of Directors, are outside the scope of the normal duties of a member of the Board of Directors, may be paid additional remuneration in the form of a lump sum, salary, commission, percentage of profits, or in other forms as determined by the Board of Directors.

10. Board members are entitled to be reimbursed for all travel, accommodation, meals and other reasonable expenses incurred by them in the performance of their Board member responsibilities, including expenses incurred in attending meetings of the Board of Directors, or subcommittees of the Board of Directors or the General Meeting of Shareholders.

Article 32. Chairman of the Board of Directors

1. The Board of Directors must elect 01 (one) person from among its members as Chairman. The Chairman of the Board of Directors cannot concurrently be the Director or General Director of the company.

2. The Chairman of the Board of Directors has the following rights and obligations:

- a. Develop programs and plans of activities of the Board of Directors;
- b. Prepare agenda, content, and documents for meetings; convene and chair Board of Directors meetings;
- c. Organize the adoption of resolutions of the Board of Directors;
- d. Monitor the implementation of resolutions of the Board of Directors;
- e. Chairing the General Meeting of Shareholders and Board of Directors meetings;
- f. The Chairman of the Board of Directors shall be responsible for ensuring that the Board of Directors submits the annual financial report, the Company's operational report, the audit report and the Board of Directors' inspection report to the shareholders at the General Meeting of Shareholders;

g. Other rights and obligations as prescribed by the Company Charter and the law.

3. In case the Chairman of the Board of Directors is absent or unable to perform his/her duties, he/she shall authorize in writing another member to exercise the rights and obligations of the Chairman of the Board of Directors. In case no one is authorized, the remaining members shall elect one of the members to temporarily hold the position of Chairman of the Board of Directors according to the majority principle.

4. The Chairman of the Board of Directors may be dismissed by decision of the Board of Directors. In case the Chairman of the Board of Directors resigns or is dismissed, the Board of Directors must elect a replacement within 10 (ten) days.

Article 33. Meetings of the Board of Directors

1. The Chairman of the Board of Directors shall be elected at the first meeting of the Board of Directors' term within 07 (seven) working days from the date of completion of the Board of Directors' election for that term. This meeting shall be convened and chaired by the member with the highest number of votes or the highest percentage of votes. In case there are more than 01 (one) member with the highest number of votes or the highest percentage of votes and equal, the members shall vote by majority to select 01 (one) of them to convene the Board of Directors' meeting .

2. Regular meetings. The Chairman of the Board of Directors must convene regular meetings of the Board of Directors, set the agenda, time and place of the meeting at least 05 (five) working days before the scheduled meeting date. The Chairman may convene a meeting whenever necessary, but there must be at least 01 (one) meeting per quarter .

3. The Chairman of the Board of Directors shall convene extraordinary meetings when deemed necessary for the benefit of the Company. In addition, the Chairman of the Board of Directors shall convene a meeting of the Board of Directors in one of the following cases :

- a. At the request of the Board of Supervisors or independent members of the Board of Directors;
- b. At the request of the Director or General Director or at least 05 other managers;
- c. At the request of at least 02 executive members of the Board of Directors ;

The proposal must be made in writing, clearly stating the purpose, issues to be discussed and decisions within the authority of the Board of Directors.

4. The meetings of the Board of Directors mentioned in Clause 3 of this Article must be held within 07 (seven) working days after the meeting proposal is made. In case the Chairman fails to convene a meeting of the Board of Directors as requested, the Chairman shall be responsible for any damages caused to the company; the persons who request the organization of the meeting mentioned in Clause 3 of this Article have the right to replace the Board of Directors in convening a meeting of the Board of Directors .

5. In case of request from an independent auditing firm to audit the Company's financial statements, the Chairman of the Board of Directors must convene a meeting of the Board of Directors to discuss the audit report and the Company's situation .

6. Meeting location. Board of Directors meetings shall be held at the Company's head office or other addresses in Vietnam or abroad as decided by the Chairman of the Board of Directors and

agreed upon by the Board of Directors .

7. The Chairman of the Board of Directors or the person convening the Board of Directors meeting must send a meeting invitation at least 03 (three) working days before the meeting date. The meeting invitation must specify the time and location of the meeting, agenda, issues to be discussed and decided. Attached to the meeting invitation must be documents used at the meeting and voting ballots of the members.

The meeting notice shall be sent by post, fax, email or other means, but must ensure that it reaches the contact address of each member of the Board of Directors registered with the company.

8. Minimum number of members attending. Board of Directors meetings shall only be held and decisions shall be passed when at least 3/4 (three-quarters) of the Board of Directors members are present in person or through a proxy (authorized person) if approved by a majority of the Board of Directors members. In case the number of members attending the meeting is not sufficient as prescribed, the meeting shall be convened for the second time within 07 (seven) days from the date of the first scheduled meeting. In this case, the meeting shall be held if more than 1/2 (one-half) of the Board of Directors members attend the meeting .

9. A member of the Board of Directors is considered to attend and vote at the meeting in the following cases:

- a. Attend and vote directly at the meeting ;
- b. Authorize another person to attend the meeting if approved by the majority of Board of Directors members .
- c. Attend and vote via online conference or other similar form ;
- d. Send voting ballots to the meeting via mail, fax, or email .

In case the meeting of the Board of Directors is organized in the form of an online conference between members of the Board of Directors when all or some members are in different locations , it must be ensured that Each meeting participant can :

- Hear each other Board member speak at the meeting ;
- Speak to all other members attending simultaneously. Discussions between members may be conducted directly by telephone or by other means of communication or a combination of these methods. A member of the Board of Directors participating in such a meeting shall be considered "present" at that meeting. The location of a meeting held in accordance with this provision shall be the location where the majority of the members of the Board of Directors are present, or the location where the Chairman of the meeting is present ;

Decisions passed in telephone meetings are properly organized and conducted, effective immediately upon the end of the meeting but must be confirmed by the signatures in the minutes of all members of the Board of Directors attending this meeting ;

In case of sending the ballot to the meeting by mail, the ballot must be enclosed in a sealed envelope and must be delivered to the Chairman of the Board of Directors at least one hour before the opening. The ballot may only be opened in the presence of all attendees.

10. Vote.

- a. Except as provided in Point b Clause 10 of this Article, each member of the Board of

Directors or authorized person present in person at the Board of Directors meeting shall have 01 (one) vote ;

b. A member of the Board of Directors shall not vote on contracts, transactions or proposals in which he or she or a person related to him or her has an interest which conflicts or may conflict with the interests of the Company. A member of the Board of Directors shall not be counted in the quorum required to hold a meeting of the Board of Directors on decisions on which he or she does not have the right to vote.

c. Pursuant to Point d Clause 10 of this Article, when a problem arises in a meeting of the Board of Directors relating to the interests of a member of the Board of Directors or relating to the voting rights of a member and such problems are not resolved by the voluntary renunciation of the voting rights of the relevant member of the Board of Directors, such problems shall be referred to the chairman of the meeting and the chairman's decision relating to such problem shall be final, except in cases where the nature or scope of the interests of the relevant member of the Board of Directors has not been fully disclosed ;

d. A member of the Board of Directors who benefits from a contract specified in Points a and b, Clause 5, Article 40 of this Charter shall be deemed to have a significant interest in that contract .

e. Supervisors have the right to attend Board of Directors meetings, have the right to discuss but not to vote .

11. Disclosure of interests. A member of the Board of Directors who directly or indirectly benefits from a contract or transaction that has been signed or is expected to be signed with the Company and knows that he has an interest in it, shall disclose the nature and content of that interest at the meeting where the Board of Directors first considers the signing of this contract or transaction. In case a member of the Board of Directors does not know that he or a related person has an interest at the time the contract or transaction is signed with the Company, this member must disclose the related interests at the first meeting of the Board of Directors held after this member knows that he or she has an interest or will have an interest in the relevant transaction or contract .

12. Majority voting. The Board of Directors adopts resolutions and makes decisions by following the consent of the majority of the Board members present (over 50%). In case the number of votes for and against are equal, the vote of the Chairman shall be the deciding vote.

13. Resolution by written vote. Resolution by written vote is passed on the basis of the approval of the majority of the members of the Board of Directors with voting rights. This resolution has the same effect and validity as a resolution passed by the members of the Board of Directors at a meeting convened and held in accordance with practice .

14. Minutes of Board of Directors meeting .

14.1. Board of Directors meetings must be recorded in minutes and may be recorded, recorded and stored in other electronic forms. Minutes must be prepared in Vietnamese and may be prepared in a foreign language, including the following main contents:

- a. Name, head office address, business registration number;
- b. Time and place of meeting;

- c. Purpose, agenda and content of the meeting;
- d. Full name of each member attending the meeting or authorized person attending the meeting and method of attending the meeting; full name of members not attending the meeting and reason;
- d. Issues discussed and voted on at the meeting;
- e. Summarize the opinions of each meeting member in chronological order of the meeting.
- g. Voting results, clearly stating the members who approve, disapprove and have no opinion;
- h. The matter passed and the corresponding percentage of votes passed;
- i. Full name and signature of the chairman and the person taking the minutes, except for the case specified in Clause 2 of this Article.

14.2. In case the chairperson or the minute taker refuses to sign the meeting minutes, but if all other members of the Board of Directors attending the meeting sign them and they contain all the contents as prescribed in Points a, b, c, d, dd, e, g and h, Clause 14.1 of this Article, the minutes shall be valid. The meeting minutes shall clearly state that the chairperson or the minute taker refuses to sign the meeting minutes. The person signing the meeting minutes shall be jointly responsible for the accuracy and truthfulness of the content of the Board of Directors' meeting minutes. The chairperson or the minute taker shall be personally responsible for any damage caused to the enterprise due to their refusal to sign the meeting minutes in accordance with the provisions of the Law on Enterprise, the Company Charter and relevant laws.

14.3. The chairman, the minute taker and the signatories of the minutes shall be responsible for the truthfulness and accuracy of the content of the minutes of the Board of Directors' meeting.

Article 34. Subcommittees of the Board of Directors

1. The Board of Directors may establish a subcommittee to be in charge of development policies, personnel, remuneration, and internal audit . The number of members of the subcommittee shall be decided by the Board of Directors, but there should be at least three (03) people including members of the Board of Directors and external members. Independent members of the Board of Directors/non-executive members of the Board of Directors should make up the majority of the subcommittee and one of these members shall be appointed as Head of the subcommittee according to the decision of the Board of Directors. The activities of the subcommittee must comply with the regulations of the Board of Directors. The resolution of the subcommittee shall only be effective when the majority of members attending and voting at the subcommittee meeting are members of the Board of Directors .

2. The implementation of decisions of the Board of Directors, or of subcommittees under the Board of Directors, or of persons with the status of members of subcommittees of the Board of Directors must comply with current legal provisions and the provisions of the Company Charter .

Article 35. Person in charge of corporate governance

The Board of Directors appoints 01 person in charge of administration to support the administration work at the Company. The person in charge of administration may concurrently serve as the company secretary as prescribed in Clause 5, Article 156 of the Law on Enterprises. The person in charge of administration of the company may not concurrently work for an approved auditing organization that is auditing the company's financial statements :

The administrator has the following rights and obligations:

- a. Advise the Board of Directors on organizing the General Meeting of Shareholders according to regulations and related work between the company and shareholders;
- b. Prepare meetings of the Board of Directors, Board of Supervisors, and Shareholders' Meeting at the request of the Board of Directors or Board of Supervisors;
- c. Advice on meeting procedures ;
- d . Attend meetings ;
- e. Consulting on procedures for preparing Board of Directors resolutions in accordance with legal regulations ;
- f. Monitor and report to the Board of Directors on the Company's information disclosure activities;
- g. Act as a point of contact with stakeholders;
- h. Keep information confidential in accordance with the provisions of law and the Charter;
- k. Other rights and obligations as prescribed by law .

PART 8. GENERAL DIRECTOR, OTHER MANAGEMENT STAFF

Article 36. Organization of management apparatus

The Company's management system must ensure that the management apparatus is responsible to the Board of Directors and is under the leadership of the Board of Directors. The Company has a Director or General Director, a number of Deputy Directors or Deputy General Directors and a Chief Accountant appointed by the Board of Directors. The General Director and Deputy Directors or Deputy General Directors may concurrently be members of the Board of Directors. The appointment, dismissal and removal of the above positions must be made by a duly approved resolution of the Board of Directors .

Article 37. Company Executives

1. The Company's executives include the Director (General Director), Deputy Director (Deputy General Director), Chief Accountant and other executives under the appointment authority of the Board of Directors .

2. Upon the request of the Director or General Director and with the approval of the Board of Directors, the Company may recruit other executives with the number and standards appropriate to the Company's management structure and regulations as prescribed by the Board of Directors. The business executive must be responsible for supporting the Company in achieving its objectives in operation and organization .

3. The salary of the executive is included in the Company's business expenses according to the provisions of the law on corporate income tax, shown as a separate item in the Company's annual financial statements and must be reported to the General Meeting of Shareholders at the annual meeting .

Article 38. Appointment, dismissal, duties and powers of the Director or General Director

1. Appointment. The Board of Directors shall appoint a member of the Board or another person as the Director or Chief Executive Officer and shall enter into a contract specifying the salary, remuneration, benefits and other terms relating thereto .

Information on the salary, allowances and benefits of the Director or General Director must be reported at the Annual General Meeting of Shareholders, shown as a separate item in the Annual Financial Report and stated in the Company's annual report.

2. The term of office of the Director or General Director shall not exceed 05 (five) years; he/she may be reappointed for an unlimited number of terms. The appointment may expire based on the provisions of the labor contract.

3. The Director or General Director must have the following qualifications and conditions:

a. Have full civil act capacity and are not subject to prohibition from managing enterprises as prescribed in Clause 2, Article 17 of the Law on Enterprises;

b. Have professional qualifications and experience in business administration of the company.

4. Powers and duties. The Director or General Director has the following powers and responsibilities:

a. Implement the resolutions of the Board of Directors and the General Meeting of Shareholders, approved by the Board of Directors and the General Meeting of Shareholders ;

b. Decide on all matters relating to daily business operations without requiring a resolution of the Board of Directors, including signing financial and commercial contracts on behalf of the company, organizing and operating the Company's daily production and business activities according to best management practices ;

c. Organize the implementation of the Company's business plan and investment plan ;

d. Recommend to the Board of Directors on the organizational structure plan and internal governance regulations of the Company ;

e. Recommend the number and types of managers that the company needs to hire for the Board of Directors to appoint or dismiss when necessary to apply the activities as well as good management structure proposed by the Board of Directors, advise the Board of Directors to decide on the salary, remuneration, benefits and other terms of the contract of the company's managers .

f. Appoint, dismiss, and remove management positions in the company, except for positions under the authority of the Board of Directors ;

g. Decide on salaries and other benefits for employees in the Company, including managers under the appointment authority of the Director or General Director ;

h. Labor recruitment

i. Propose plans to pay dividends or handle business losses;

j. Submit to the Board of Directors for approval the detailed business plan for the next fiscal year on the basis of meeting the requirements of the appropriate budget as well as the 5 (five) year financial plan;

- k. Propose measures to improve the Company's operations and management;
 - l. Prepare the Company's long-term, annual and monthly budgets (hereinafter referred to as the budgets) to serve the Company's long-term, annual and monthly management activities according to the business plan. The annual budget (including the balance sheet, business production report and expected cash flow report) for each fiscal year must be submitted to the Board of Directors for approval and must include the information specified in the Company's regulations;
 - m. Perform all other rights and obligations assigned by the Board of Directors, in accordance with the provisions of this Charter and the Company's regulations, resolutions of the Board of Directors, the employment contract of the Director or General Director and the law;
 - n. The Director or General Director is responsible to the Board of Directors and the General Meeting of Shareholders for the performance of assigned duties and powers and must report to these agencies when requested.
5. Dismissal, Removal. The Director or General Director of the Company shall be dismissed or removed in the following cases:
- a. Not meeting the standards and conditions to be a Director or General Director as prescribed in Clause 3 of this Article.
 - b. Have a resignation letter
 - c. The Board of Directors may dismiss the Director or General Director when the majority of the Board members attending the meeting with voting rights agree and appoint a new Director/General Director to replace him/her.

PART 9. RESPONSIBILITIES OF MEMBERS OF THE BOARD OF DIRECTORS, THE EXECUTIVE DIRECTOR (CEO) AND MANAGERS

Article 39. Responsibility for care

Members of the Board of Directors, Supervisors, Directors or General Directors and other managers shall be responsible for performing their duties, including those as members of subcommittees of the Board of Directors, honestly in the best interests of the Company and with a degree of care that a prudent person would normally have when holding a similar position and in similar circumstances .

Article 40. Responsibility to be honest and avoid conflicts of interest

- 1. Members of the Board of Directors, Supervisors, Directors or General Directors and other managers must publicly disclose related interests as prescribed in Article 164 of the Law on Enterprises and other legal provisions.
- 2. Members of the Board of Directors, members of the Board of Supervisors, Directors (General Directors) , other managers and their related persons may only use information obtained through their positions to serve the interests of the Company .
- 3. Members of the Board of Directors, members of the Board of Supervisors, the Director (General Director) and other managers are obliged to notify in writing the Board of Directors and the Board of Supervisors of transactions between the Company, its subsidiaries, other companies in which the public company controls 50% or more of the charter capital with that entity itself or with

related persons of that entity in accordance with the provisions of law. For the above transactions approved by the General Meeting of Shareholders or the Board of Directors, the Company must disclose information about these resolutions in accordance with the provisions of the law on securities on information disclosure .

4. Unless otherwise decided by the General Meeting of Shareholders, the Company is not allowed to grant loans or guarantees to members of the Board of Directors, Supervisors, Directors or General Directors, other managers and individuals, organizations related to the above members or legal entities in which these people have financial interests, except in cases where the public company and the organization related to this member are companies in the same group or companies operating in a group of companies, including parent companies - subsidiaries, economic groups and specialized laws have other provisions .

5. Contracts or transactions between the Company and one or more members of the Board of Directors, Supervisors, Directors or General Directors, managers, or their related persons or companies, partners, associations, or organizations of which one or more members of the Board of Directors, Supervisors, Directors or General Directors, other managers or their related persons are members, or have financial interests, shall not be void in the following cases :

a. For contracts valued at less than 20% of the total value of assets recorded in the most recent financial statements, the important elements of the contract or transaction as well as the relationships and interests of the management staff or members of the Board of Directors have been reported to the Board of Directors or the relevant subcommittee. At the same time, the Board of Directors or the subcommittee has allowed the implementation of the contract or transaction in good faith by the majority vote of the Board members who have no related interests; or

b. For contracts with a value greater than 20% of the total asset value recorded in the most recent financial statements, the important elements of this contract or transaction as well as the relationship and interests of the management staff or members of the Board of Directors have been announced to shareholders with no relevant interests who have the right to vote on that matter, and those shareholders have voted in favor of this contract or transaction;

c. Such contract or transaction is considered by an independent consulting organization to be fair and reasonable in all aspects related to the company's shareholders at the time the transaction or contract is approved by the Board of Directors or the General Meeting of Shareholders .

6. Members of the Board of Directors, Supervisors, Directors or General Directors, other managers and their related persons are not allowed to use information that has not been permitted to be published by the company or disclose it to others to carry out related transactions .

7. A member of the Board of Directors is not allowed to vote on transactions that benefit that member or a related person of that member according to the provisions of the Law on Enterprises and the Company Charter .

Article 41. Liability for damages and compensation

1. Liability for damages. Members of the Board of Directors, Supervisors, Directors or General Directors and managers who violate the obligation to act honestly and carefully, fail to fulfill their obligations with care, diligence and professional competence shall be liable for damages caused by their violations .

2. The Company shall indemnify any person who has been, is or may become a party to any claim, lawsuit or prosecution (including civil and administrative cases and not litigation initiated by the Company) if such person has been or is a member of the Board of Directors, a manager, an employee or an authorized representative of the Company (or a subsidiary of the Company) provided that such person has acted honestly, prudently, diligently for the benefit or not in conflict with the interests of the Company, on the basis of compliance with the law and there is no evidence confirming that such person has breached his/her responsibilities .

PART 10. THE BOARD OF SUPERVISORS

Article 42. Supervisors

1. The number of Supervisors of the Company is at least 03 (three) people and at most 05 (five) people .

2. Standards and conditions of Controller. Controller must have the following standards and conditions :

- 21 years of age or older, with full civil act capacity and not subject to prohibition from establishing and managing enterprises according to the provisions of Clause 2, Article 17 of the Law on Enterprises;

- Not being the wife or husband, father, adoptive father, biological mother, adoptive mother, biological child, adopted child, biological brother, biological sister, or sibling of a member of the Board of Directors, Director or General Director and other managers;

- Not allowed to hold management positions in the company. Members of the Board of Supervisors do not necessarily have to be shareholders or employees of the company. Not working in the accounting or finance department of the Company;

- Not being a member or employee of the independent auditing company that audited the Company's financial statements in the previous 3 consecutive years.

3. The Board of Supervisors shall elect one of them as the Head of the Board of Supervisors. The Head of the Board of Supervisors shall be a person with expertise in finance and accounting and shall meet the standards and conditions of the law. The Head of the Board of Supervisors shall have the following rights and responsibilities:

- a. Convene meetings of the Board of Supervisors and act as Head of the Board of Supervisors;

- b. Request the Board of Directors, Director or General Director and other managers to provide relevant information to report to the Board of Supervisors;

- c. Prepare and sign the report of the Board of Supervisors after consulting with the Board of Directors to submit to the General Meeting of Shareholders;

4. The candidacy and nomination of Supervisors shall be carried out similarly to the provisions in Clauses 1 and 2, Article 29 of this Charter.

5. In case the number of candidates for the Board of Supervisors through nomination and candidacy is still not enough, the current Board of Supervisors can introduce additional candidates or organize nominations according to the provisions of the Company Charter and the Company's

internal regulations on corporate governance. The introduction of additional candidates by the Board of Supervisors must be clearly announced before the shareholders' meeting votes to elect the Board of Supervisors according to the provisions of law.

6. The Supervisors are elected by the General Meeting of Shareholders, the term of the Board of Supervisors shall not exceed 05 (five) years; Supervisors may be re-elected for an unlimited number of terms. The Board of Supervisors must have more than half of its members permanently residing in Vietnam.

7. Supervisors are dismissed in the following cases :

a. That member no longer meets the standards and conditions to be a controller as prescribed in Clause 2 of this Article ;

b. Failure to exercise one's rights and obligations for 06 (six) consecutive months, except in cases of force majeure ;

c. Have a resignation letter and it is accepted ;

8. The controller shall be dismissed in the following cases:

a. Failure to complete assigned tasks or work;

b. Serious or repeated violations of the obligations of the Controller as prescribed by the Law on Enterprises and the Company Charter;

c. According to the decision of the General Meeting of Shareholders;

d. Other cases as prescribed by law.

Article 43. Board of Supervisors

1. The Company must have a Board of Supervisors and the Board of Supervisors shall have the powers and responsibilities as prescribed in Article 170 of the Law on Enterprises and this Charter, mainly the following powers and responsibilities :

a. Propose and recommend the General Meeting of Shareholders to approve an independent auditing organization to audit the company's Financial Statements.

b. Be responsible to shareholders for its monitoring activities;

c. Monitor the company's financial situation, the legality of the activities of the Board of Directors, Director (General Director), other managers, and the coordination of activities between the Board of Supervisors, the Board of Directors, Director (General Director) and shareholders;

d. In case of detecting any violation of the law or violation of the Company Charter by a member of the Board of Directors, the General Director and other managers, it is necessary to notify the Board of Directors in writing within 48 (forty-eight) hours, requesting the violator to stop the violation and take measures to remedy the consequences;

e. Report at the General Meeting of Shareholders according to the provisions of the Law on Enterprise;

f. Develop the operating regulations of the Board of Supervisors and submit them to the General Meeting of Shareholders for approval .

g. Have the right to access the Company's records and documents kept at the head office, branches and other locations; have the right to visit the workplace of the Company's managers and employees during working hours .

h. Has the right to request the Board of Directors, members of the Board of Directors, the Director (General Director) and other managers to provide complete, accurate and timely information and documents on the management, operation and business activities of the Company .

i. Other rights and obligations as prescribed by law and this charter.

2. Members of the Board of Directors, the Director or General Director and other managers must provide all information and documents relating to the Company's operations upon request of the Board of Supervisors. The Company Secretary must ensure that all copies of financial information, other information provided to members of the Board of Directors and copies of minutes of Board of Directors meetings must be provided to the Board of Supervisors at the same time they are provided to the Board of Directors .

3. After consulting the Board of Directors, the Board of Supervisors may issue regulations on meetings of the Board of Supervisors and the manner of operation of the Board of Supervisors. The Board of Supervisors must meet at least 02 (two) times a year and the number of members attending the meetings must be at least 2/3 (two-thirds) of the total number of Supervisors .

4. Members of the Board of Supervisors shall be paid remuneration for their work and shall enjoy other benefits as decided by the General Meeting of Shareholders. The General Meeting of Shareholders shall decide on the total remuneration and annual operating budget of the Board of Supervisors based on the estimated number of working days, the quantity and nature of work and the average daily remuneration of the members. The total remuneration and expenses shall not exceed the total annual operating budget of the Board of Supervisors approved by the General Meeting of Shareholders, unless otherwise decided by the General Meeting of Shareholders. Supervisors shall also be reimbursed for their travel, hotel and other expenses reasonably incurred when they attend meetings of the Board of Supervisors or carry out other activities of the Board of Supervisors .

SECTION 11. RIGHT TO INSPECT COMPANY BOOKS AND RECORDS

Article 44. Right to investigate books and records

1. A shareholder or group of shareholders mentioned in Clause 2, Article 29 and Clause 4, Article 42 of this Charter has the right to directly or through a lawyer or authorized person, send a written request to inspect during working hours and at the main business location of the company the list of shareholders, the minutes of the General Meeting of Shareholders and to photocopy or extract those records. The request for inspection by the lawyer representing or other authorized representative of the shareholder must be accompanied by a power of attorney from the shareholder that person represents or a notarized copy of this power of attorney . The investigation of the Company's books and records must comply with Clause 5, Article 15 of this Charter.

2. Members of the Board of Directors, Supervisors, Directors or General Directors and managers have the right to inspect the Company's shareholder register, list of shareholders and other books and records of the Company for purposes related to their positions, provided that such information is kept confidential .

3. The Company shall keep this Charter and any amendments to the Charter, the Certificate of Business Registration, regulations, documents proving ownership of assets, resolutions of the General Meeting of Shareholders and the Board of Directors, minutes of meetings of the General

Meeting of Shareholders and the Board of Directors, reports of the Board of Directors, reports of the Board of Supervisors, annual financial statements, accounting books and any other documents as prescribed by law at the head office or another place provided that the shareholders and the business registration authority are notified of the location where these documents are kept .

4. The Company Charter must be published on the Company's website .

SECTION 12. EMPLOYEES AND UNIONS

Article 45. Employees and trade unions

The Director or General Director must plan for the Board of Directors to approve issues related to recruitment, dismissal, salary, social insurance, benefits, rewards and discipline for managers and employees as well as issues related to the Company's relationship with trade unions in accordance with best management standards, practices and policies, the practices and policies stipulated in this Charter, the Company's regulations and current legal regulations .

SECTION 13. PROFIT DISTRIBUTION

Article 46. Profit distribution

1. According to the decision of the General Meeting of Shareholders and according to the provisions of law, dividends will be announced and paid from the Company's retained earnings but must not exceed the level proposed by the Board of Directors after consulting with shareholders at the General Meeting of Shareholders.

2. According to the provisions of the Law on Enterprise, the Board of Directors may decide to pay mid-term dividends if it considers that such payment is consistent with the company's profitability.

3. The Company does not pay interest on dividends or payments relating to a class of shares.

4. The Board of Directors may propose to the General Meeting of Shareholders to approve the payment of all or part of dividends in specific assets (such as fully paid shares or bonds issued by another company) and the Board of Directors is the body implementing this resolution.

5. In the event that dividends or other amounts payable in respect of a class of shares are paid in cash, the Company shall pay in Vietnamese Dong and may pay by cheque or postal money order to the registered address of the beneficial shareholder and in the event of any risk arising (from the registered address of the shareholder), the shareholder shall bear it. In addition, dividends or other amounts payable in cash in respect of a class of shares may be paid by bank transfer when the Company has the details of the shareholder's bank to enable the Company to make a direct transfer to the shareholder's bank account. In the event that the Company has transferred money in accordance with the bank details provided by the shareholder but the shareholder does not receive the money, the Company shall not be liable for the money transferred by the Company to the beneficial shareholder. Dividend payments on shares listed on the Stock Exchange/Stock Trading Center can be made through a securities company, or Vietnam Securities Depository and Clearing Corporation .

6. If approved by the General Meeting of Shareholders, the Board of Directors may decide and notify that the holders of common shares shall receive dividends in common shares instead of cash dividends. The additional shares for payment of these dividends shall be recorded as fully paid shares on the basis that the value of the dividend-paying shares must be equivalent to the cash amount of the dividend.

7. Pursuant to the Law on Enterprises, the Board of Directors may adopt a resolution specifying a specific date for closing the list of shareholders. Based on that date, those registered as shareholders or holders of other securities are entitled to receive dividends, interest, profit distribution, shares, notices or other documents.

8. Other issues related to profit distribution are carried out in accordance with the provisions of law.

SECTION 14. BANK ACCOUNTS, FISCAL YEAR AND ACCOUNTING SYSTEM

Article 47. Fiscal year

The Company's fiscal year begins on the first day of January each year and ends on the 31st day of December of the same year. The first fiscal year begins on the date of issuance of the Business Registration Certificate (or Business License for conditional business lines) and ends on the 31st day of December immediately following the date of issuance of the Business Registration Certificate (Business License).

Article 48. Regime accounting degree

1. The accounting regime used by the Company is the Vietnamese Accounting System (VAS) or the corporate accounting regime or other specific accounting regime issued by a competent authority approved by the Ministry of Finance.

2. The Company shall maintain accounting books in Vietnamese. The Company shall maintain accounting records in accordance with the provisions of accounting law and relevant laws. These records shall be accurate, up-to-date, systematic and sufficient to demonstrate and explain the Company's transactions.

3. The Company uses Vietnamese Dong as the accounting currency. In case the Company has economic transactions arising mainly in a foreign currency, it may freely choose that foreign currency as the accounting currency, be responsible for that choice before the law and notify the direct tax management agency.

Article 49. Bank accounts

1. The Company shall open accounts at Vietnamese banks or foreign banks licensed to operate in Vietnam. The opening or closing of bank accounts shall be decided by the General Director and reported to the Board of Directors.

2. Subject to prior approval of the competent authority, if necessary, the Company may open a bank account abroad in accordance with the provisions of law.

3. The Company will conduct payments and accounting transactions through Vietnamese or foreign currency accounts at banks where the Company opens accounts.

PART 15. ANNUAL REPORT, FINANCIAL STATEMENTS AND INFORMATION DISCLOSURE RESPONSIBILITY

Article 50. Annual, semi-annual and quarterly financial reports

1. The company must prepare annual financial statements and the annual financial statements must be audited in accordance with the provisions of law. The company shall publish the audited annual financial statements in accordance with the provisions of law on information disclosure on the stock market and submit them to the competent state agency .

2. The annual financial report must include all reports, appendices, and explanations in accordance with the law on corporate accounting. The annual financial report must honestly and objectively reflect the Company's operations .

3. The Company must prepare and publish audited semi-annual financial reports and quarterly financial reports in accordance with the law on information disclosure on the stock market and submit them to competent state agencies .

4. Audited financial statements (including auditor's opinions), semi-annual financial statements and quarterly financial statements must be published on the Company's website .

5. Interested organizations and individuals have the right to inspect or copy the audited annual financial statements, semi-annual and quarterly reports during the Company's working hours, at the Company's headquarters and must pay a reasonable fee for copying.

Article 51. Annual report

The company must prepare and publish annual reports in accordance with the provisions of the law on securities and the stock market .

PART 16. COMPANY AUDIT

Article 52. Auditing

1. The annual General Meeting of Shareholders shall appoint an independent auditing company or approve a list of independent auditing companies and authorize the Board of Directors to decide on the selection of one of these units to conduct the Company's auditing activities for the following fiscal year based on the terms and conditions agreed with the Board of Directors .

2. The independent auditing company shall examine, confirm, prepare an audit report and submit that report to the Board of Directors within 02 months from the end of the fiscal year .

3. A copy of the audit report shall be attached to the Company's Annual Financial Statements .

4. The independent auditor performing the audit of the Company is allowed to attend all meetings of the General Meeting of Shareholders and is entitled to receive notices and other information related to the General Meeting of Shareholders that shareholders are entitled to receive and to express opinions at the meeting on issues related to the audit .

PART 17. SEAL

Article 53. Seal

1. The Board of Directors decides on the quantity, form and content of the company's seal.

The company is responsible for notifying the business registration authority of the seal sample and the seal is engraved in accordance with the provisions of law .

2. The Board of Directors, Director or General Director shall use and manage the seal in accordance with current laws .

SECTION 18. COMPANY DISSOLUTION AND LIQUIDATION

Article 54. Dissolution of the company

1. The company may be dissolved in the following cases :

- a. According to the resolution and decision of the General Meeting of Shareholders ;
- b. Not having the minimum number of shareholders as prescribed by the Law on Enterprises for a period of six consecutive months without completing procedures to convert the type of enterprise .
- c. The Certificate of Business Registration is revoked, except in cases where the Law on Tax Administration provides otherwise .
- d. Other cases as prescribed by law .

2. The Company's dissolution before the deadline is decided by the General Meeting of Shareholders and implemented by the Board of Directors. This dissolution decision must be notified or approved by the competent authority (if required) according to regulations .

3. A company can only be dissolved when it ensures payment of all debts and other financial obligations.

4. Procedures for dissolving a Company in the cases specified in Points b and c, Clause 1 of this Article. Dissolution of a Company is carried out in accordance with the following provisions :

a. Through the decision to dissolve the Company, the Decision to dissolve the Company must have the following main contents :

- Name and head office address of the Company ;
 - Reason for dissolution;
 - Time limit and procedures for contract liquidation and payment of debts of the Company; the time limit for debt payment and contract liquidation must not exceed six months from the date of approval of the dissolution decision;
 - Plan to handle obligations arising from labor contracts;
 - Full name and signature of the Company's legal representative;
- b. The Board of Directors directly organizes the liquidation of the Company's assets.

Within 07 (seven) working days from the date of approval, the dissolution decision and meeting minutes must be sent to the business registration authority, tax authority, employees in the enterprise, the dissolution decision must be posted on the National Business Registration Information Portal and must be publicly posted at the head office, branches and representative offices of the enterprise;

In case the enterprise still has outstanding financial obligations, it must send a debt settlement plan to creditors and persons with related rights and obligations along with the dissolution decision. The notice must include the name and address of the creditor, the amount of debt, the

deadline, location and method of payment of that debt, and the method and deadline for resolving creditors' complaints.

c. The debts of the enterprise are paid in the following order:

- Debts of wages, severance pay, social insurance and other benefits of employees according to collective labor agreements and signed labor contracts;
- Other debts;
- After paying all debts and costs of dissolving the enterprise, the remainder is divided among shareholders according to the percentage of share ownership.

5. Bankrupt

Enterprise bankruptcy is carried out in accordance with the provisions of the Bankruptcy Law.

Article 55. Liquidation

1. At least six months after a decision to dissolve the Company is made, the Board of Directors must establish a Liquidation Committee consisting of three members. Two members shall be appointed by the General Meeting of Shareholders and one member shall be appointed by the Board of Directors from an independent auditing company. The Liquidation Committee shall prepare its own operating regulations. The members of the Liquidation Committee may be selected from among the Company's employees or independent experts. All expenses related to the liquidation shall be paid by the Company in priority before other debts of the Company.

2. The Liquidation Board shall be responsible for reporting to the business registration authority on the date of establishment and the date of commencement of operations. From that time on, the Liquidation Board shall represent the Company in all matters relating to the Company's liquidation before the Court and administrative agencies.

3. Proceeds from the liquidation will be paid in the following order :

- a. Liquidation costs;
- b. Debts of wages, severance pay, social insurance and other benefits of employees according to collective labor agreements and signed labor contracts ;
- c. Tax debt ;
- d. Other debts of the Company ;

The remainder after all debts from items (a) to (d) above have been paid will be distributed to the shareholders. Preferred shares will have priority for payment.

SECTION 19. RESOLUTION OF INTERNAL DISPUTES

Article 56. Resolution of internal disputes

1. In case of any dispute or complaint arising related to the Company's operations or the rights of shareholders arising from the Charter or from any rights or obligations prescribed by the Law on Enterprise or other laws or administrative regulations, between:

- a. Shareholders with the Company; or
- b. Shareholders with the Board of Directors, Board of Supervisors, Director (General Director) or other executives .

The parties concerned shall attempt to resolve such dispute through negotiation and conciliation. Except in the case of a dispute involving the Board of Directors or the Chairman of the Board of Directors, the Chairman of the Board of Directors shall preside over the dispute resolution and shall request each party to present the facts relating to the dispute within 15 (fifteen) working days from the date the dispute arises. In the case of a dispute involving the Board of Directors or the Chairman of the Board of Directors, any party may request the appointment of an independent expert to act as a mediator for the dispute resolution process .

2. In case no conciliation decision is reached within six weeks from the start of the conciliation process or if the conciliator's decision is not accepted by the parties, any party may bring the dispute to a competent Court for resolution.

3. The parties shall bear their own costs in connection with the negotiation and conciliation proceedings. The Court shall decide which party shall bear the costs of the proceedings.

SECTION 20. SUPPLEMENTS AND AMENDMENTS TO THE CHARTER

Article 57. Supplement and amendment of the Charter

1. Any addition or amendment to this Charter must be considered and decided by the General Meeting of Shareholders.

2. In case there are provisions of law related to the Company's operations that have not been mentioned in this Charter or in case there are new provisions of law that are different from the provisions in this Charter, the provisions of such law shall naturally be applied and regulate the Company's operations.

SECTION 21. EFFECT

Article 58. Effective date

1. This charter consists of 21 parts and 58 articles, unanimously approved by the General Meeting of Shareholders of Viet Property Investment Joint Stock Company on the date of month, year 2025 according to the Resolution of the Annual General Meeting of Shareholders at the Company's head office and jointly approved the full validity of this Charter.

2. This Charter is the sole and official of the Company;

3. Copies or extracts of the Company Charter are valid when signed by the Chairman of the Board of Directors or at least 1/2 (one-half) of the total number of members of the Board of Directors.

**VIET PROPERTY INVESTMENT JOINT STOCK COMPANY
CHAIRMAN OF BOARD OF DIRECTORS**

Bui Quang Minh

Số: .../NQ-ĐHĐCĐ-VPRO
No: .../NQ-ĐHĐCĐ-VPRO

Hà Nội, ngày tháng năm 2025
Hanoi, 2025

DỰ THẢO/ DRAFT



NGHỊ QUYẾT/ RESOLUTION
ĐẠI HỘI ĐỒNG CỔ ĐÔNG THƯỜNG NIÊN NĂM 2025
2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS
CÔNG TY CỔ PHẦN ĐẦU TƯ NHÀ ĐẤT VIỆT
VIET PROPERTY INVESTMENT JOINT STOCK COMPANY

- Căn cứ Luật Doanh nghiệp số 59/2020/QH14 được Quốc hội thông qua ngày 17/06/2020 và các văn bản hướng dẫn thi hành, văn bản sửa đổi, bổ sung;
Pursuant to the Law on Enterprise No. 59/2020/QH14 dated June 17, 2020 of the National Assembly of the Socialist Republic of Vietnam and its implementing documents, amendments and supplements;
- Căn cứ Luật Chứng khoán số 54/2019/QH14 được Quốc hội thông qua ngày 26/11/2019 và các văn bản hướng dẫn thi hành, văn bản sửa đổi, bổ sung;
Pursuant to the Law on Securities No. 54/2019/QH14 dated November 26, 2019 of the National Assembly of the Socialist Republic of Vietnam and its implementing documents, amendments and supplements;
- Điều lệ tổ chức và hoạt động của Công ty cổ phần Đầu tư Nhà Đất Việt;
Pursuant to the Charter of organization and operation of Viet Property Investment Joint Stock Company;
- Căn cứ các Báo cáo và Tờ trình do Hội đồng quản trị và Ban kiểm soát đệ trình trước toàn thể Đại hội đồng cổ đông thường niên năm 2025;
Pursuant to the Reports and Proposals submitted by the Board of Directors and the Supervisory Board to the entire 2025 Annual General Meeting of Shareholders;
- Căn cứ Biên bản kiểm phiếu biểu quyết số .../BB-ĐHĐCĐ ngày .../.../2025 và Biên bản họp số .../2025/BB-ĐHĐCĐ ngày .../.../2025 tại Đại hội đồng cổ đông thường niên năm 2025 của Công ty cổ phần Đầu tư Nhà đất Việt.
Pursuant to the Minutes of the vote counting No. .../BB-ĐHĐCĐ dated .../.../2025 and the Minutes of the meeting No. .../2025/BB-ĐHĐCĐ dated .../.../2025 at the 2025 Annual General Meeting of Shareholders of Viet Property Investment Joint Stock Company.

QUYẾT NGHỊ/ RESOLVED

Điều 1. Thông qua Báo cáo của Hội đồng quản trị về quản trị và kết quả hoạt động của Hội đồng quản trị và từng thành viên Hội đồng quản trị năm 2024.



Article 1. Approval of the Board of Directors' Report on the management and performance of the Board of Directors and each member of the Board of Directors in 2024

Điều 2. Thông qua Tờ trình của Ban Tổng giám đốc về Kế hoạch kinh doanh năm 2025.

Article 2. Approval of the Proposal of the Executive Board on the 2025 Business Plan

Điều 3. Thông qua Báo cáo hoạt động của Ban kiểm soát năm 2024.

Article 3. Approval of the Supervisory Board's Report on Activities for the Year 2024.

Điều 4. Thông qua Tờ trình thông qua Báo cáo tài chính năm 2024 đã được kiểm toán.

Article 4. Approval of the Proposal on approval of Audited Financial Statements for 2024.

Điều 5. Thông qua Tờ trình về việc lựa chọn đơn vị kiểm toán năm 2025.

Article 5. Approval of the Proposal on the Selection of the Auditing Firm in 2025.

Điều 6. Thông qua Tờ trình thông qua mức cổ tức đối với mỗi cổ phần của từng loại năm 2024 và kế hoạch năm 2025.

Article 6. Approval of the Proposal on the approval of dividend rates per share for each share class in 2024 and the dividend plan for 2025.

Điều 7. Thông qua Tờ trình về việc quyết toán thù lao của HĐQT, BKS năm 2024; dự kiến thù lao HĐQT, BKS năm 2025.

Article 7. Approval of the Proposal on the remuneration finalization for the Board of Directors and the Supervisory Board in 2024; The proposed remuneration plan for 2025

Điều 8. Thông qua Tờ trình về việc thay đổi địa chỉ trụ sở chính của Công ty.

Article 8. Approval of the Proposal on the change of the Company's head office address.

- Địa chỉ trụ sở chính hiện tại: Số 2A, phố Đỗ Quang, phường Trung Hòa, Quận Cầu Giấy, thành phố Hà Nội, Việt Nam

Current head office address: No. 2A, Do Quang Street, Trung Hoa Ward, Cau Giay District, Hanoi City, Vietnam

- Địa chỉ trụ sở chính dự kiến thay đổi: Khu dịch vụ 2, Tầng 6, Toà nhà The Golden Palm, Số 21 Lê Văn Lương, Phường Nhân Chính, Quận Thanh Xuân, thành phố Hà Nội, Việt Nam

Expected head office address change: Service Area 2, 6th Floor, The Golden Palm Building, No. 21 Le Van Luong Street, Nhan Chinh Ward, Thanh Xuan District, Hanoi City, Vietnam

Điều 9. Thông qua Tờ trình về việc sửa đổi Điều lệ tổ chức và hoạt động của Công ty.

Article 9. Approval of the Proposal on the amendment of the Company's Charter of Organization and Operation.

Điều 10. Đại hội đồng cổ đông giao Hội đồng quản trị có trách nhiệm xây dựng kế hoạch chi tiết để triển khai Nghị quyết này.

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Article 10. The General Meeting of Shareholders assigns the Board of Directors to be responsible for developing a detailed plan to implement this Resolution.

Nghị quyết này có hiệu lực thi hành ngay sau khi được Đại hội đồng cổ đông nhất trí thông qua.

This Resolution comes into force immediately after being unanimously approved by the General Meeting of Shareholders.

Nơi nhận/ Recipients:

- Quý Cổ đông/ Shareholders;
- HĐQT, BKS, BDH/ Board of Directors, Supervisory Board, Executive Board;
- CBTT, website/ Information disclosure, website;
- Lưu: HĐQT, VT/ Archive: Board of Directors, Documents.

**TM. ĐẠI HỘI ĐỒNG CỔ ĐÔNG
ON BEHALF OF THE GENERAL MEETING
OF SHAREHOLDERS
CHỦ TỌA ĐẠI HỘI
CHAIRMAN OF THE CONGRESS**

BÙI QUANG MINH

