

**DISCLOSURE OF INFORMATION ON THE ELECTRONIC INFORMATION PORTAL OF  
THE STATE SECURITIES COMMISSION AND HO CHI MINH CITY STOCK EXCHANGE**

**To: State Securities Commission of Vietnam  
Ho Chi Minh Stock Exchange  
Ha Noi Stock Exchange**

Company: **VINHOMES JOINT STOCK COMPANY (the “Company”)**  
Ticker symbol: **VHM**  
Headquarters: Symphony Office Tower, Chu Huy Man Street, Vinhomes Riverside Eco-Urban Area, Phuc Loi Ward, Long Bien District, Hanoi, Vietnam  
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The person making disclosure of information: Mr. Pham Thieu Hoa – Chairman of the Board of Directors

Type of disclosure:  24-hour  extraordinary  as requested  periodic

**The content of information disclosure:**

Pursuant to the Law on Enterprises and the Charter of the Company, the Company hereby announces the addition to and amendment of the draft documents of the 2023 Annual General Meeting of Shareholders published on the Company’s website after receiving feedback from shareholders (additional and amended documents attached to this Disclosure).

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

We hereby certify that the above information is accurate and take full responsibility before the law for the information disclosed.

**LEGAL REPRESENTATIVE OF THE COMPANY**

(signed)

**PHAM THIEU HOA**

**CHAIRMAN OF THE BOARD OF DIRECTORS**



**TENTATIVE AGENDA OF THE 2023 ANNUAL GENERAL MEETING  
VINHOMES JOINT STOCK COMPANY**

Time	Content	Chaired by
<b>08:30 – 09:00</b>	Shareholder registration & distribution of meeting materials	Organizing Committee
<b>09:00 – 09:05</b>	Shareholder Eligibility Verification Report	Head of Eligibility Verification Committee
<b>09:05 – 09:10</b>	Introduction of the Annual General Meeting of Shareholders (“AGM”)’s Chairperson and Presiding Committee	MC
<b>09:10 – 09:15</b>	Opening ceremony, nomination of the AGM Secretaries and election of Vote Counting Committee	Presiding Committee
<b>09:15 – 09:20</b>	Approval of the regulations on the organization and operation of the 2023 AGM	
<b>09:20 – 09:25</b>	Approval of the meeting agenda	
<b>09:25 – 10:00</b>	Presentation of Reports and Proposals:	
	1. The report of the Board of Directors (“BOD”) in 2022	Presiding Committee
	2. BOD’s proposal regarding 2022 business performance and 2023 business plan	
	3. The report of the Supervisory Board in 2022	Head of the Supervisory Board
	4. Proposal on the 2022 financial performance in accordance with FY2022 audited financial statements	Presiding Committee
	5. Proposal on appropriation plan for the accumulated undistributed earnings by year end 2022	
	6. Proposal on remuneration for members of the BOD and the Supervisory Board	
	7. Proposal on selection of 2023 independent audit firm	
	8. Proposal on the change of the Company headquarters’ address	
	9. Proposal on the election of BOD members for the 2023-2028 term and Regulations on the election of BOD members	
	10. Proposal on the election of Supervisory Board members for the 2023-2028 term and Regulations on the election of Supervisory Board members	
11. Proposal on the plan for bond issuance, the plan for the use of proceeds from the bond issuance and related work		

	12. Proposal on the listing of bonds on foreign stock exchange	
	13. Proposal on the listing of bonds in case of public offering	
	14. Other issues (if any)	
<b>10:00 – 10:20</b>	Discussion	Presiding Committee
<b>10:20 – 10:45</b>	Guidance on voting and election of members of the Board of Directors and the Supervisory Board for the 2023-2028 term	Vote Counting Committee
	Executing voting and election of members of the Board of Directors and the Supervisory Board for the 2023-2028 term	
	Counting votes of the Board of Directors and the Supervisory Board for the 2023-2028 term	
<b>10:45 – 11:00</b>	Tea break	
<b>11:00 – 11:15</b>	Announcement of the results of vote counting	Vote Counting Committee
	Approval of the AGM's Minutes and Closing	Presiding Committee

**Note:**

*Further amendments and supplements to the meeting agenda may be made until the AGM date.*



**2023 ANNUAL GENERAL MEETING OF SHAREHOLDERS  
VINHOMES JOINT STOCK COMPANY**

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**BALLOT**

Shareholder's name:

Shareholder's code:

Number of shares with voting rights:

**MATTERS FOR VOTING:**

Please tick here if you agree with all voting matters

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**1. Approval of thereport of the Board of Directors in 2022**

Agree  Disagree  Abstain

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**2. Approval of the 2022 business performance and 2023 business plan in accordance with the Board of Directors' proposal**

Agree  Disagree  Abstain

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**3. Approval of the 2report of the Supervisory Board in 2022**

Agree  Disagree  Abstain

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**4. Approval of the 2022 audited financial statements**

Agree  Disagree  Abstain

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**5. Approval of the appropriation plan for the accumulated undistributed earnings by 2022 year-end in accordance with the Board of Directors' proposal**

Agree  Disagree  Abstain

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**6. Approval of the remuneration for members of the Board of Directors and the Supervisory Board in accordance with the proposal of the Board of Directors and the Supervisory Board**

Agree  Disagree  Abstain

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**7. Approval of the list of independent audit firms to audit the 2023 financial statements in accordance with the Proposal of the Board of Directors**

Agree  Disagree  Abstain

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**8. Approval of the change in the Company' headquarters' address**

Agree  Disagree  Abstain

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**9. Approval of the plan for bond issuance, the plan for the use of proceeds from the bond issuance and related work in accordance with the Proposal of the Board of Directors**

Agree  Disagree  Asbstain

---

**10. Approval of the listing of bonds on foreign stock exchange in accordance with the Proposal of the Board of Directors**

Agree  Disagree  Abstain

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**11. Approval of the listing of bonds in case of the public offering in accordance with the Proposal of the Board of Directors**

Agree  Disagree  Abstain

**Signature of Shareholder**

**(or Authorized Proxy)**

*(Signature and Full name)*

Hanoi, 20 April 2023



## PROPOSAL OF THE BOARD OF DIRECTORS

*(Regarding the plan for bond issuance, the plan for the use of proceeds  
from the bond issuance and related work)*

### Respectfully submitted to: THE GENERAL MEETING OF SHAREHOLDERS

In order to supplement capital for business activities, implement investment projects and diversify capital mobilization channels, the Board of Directors ("**BOD**") proposes to the General Meeting of Shareholders ("**GMS**") to approve the plan for the issuance of convertible bonds ("**Bonds**"), the plan for the use of proceeds from the bond issuance and related works, as follows:

#### A. THE BOND ISSUANCE PLAN ("**ISSUANCE PLAN**")

##### I. LEGAL BASIS:

- *The Law on Enterprises No. 59/2020/QH14 which was approved by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020 ("**Law on Enterprises**")*;
- *The Law on Securities No. 54/2019/QH11 approved by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019 ("**Law on Securities**")*;
- *Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government elaborating on the implementation of several articles of the Law on Securities ("**Decree 155**")*;
- *The Decree No. 153/2020/ND-CP dated December 31, 2020 of the Government prescribing private placement and trading of privately placed corporate bonds in the domestic market and offering of corporate bonds in international markets ("**Decree 153**")*;
- *The Decree No. 65/2022/ND-CP dated September 16, 2022 of the Government ("**Decree 65**") amending and supplementing Decree 153; and*
- *The Decree No. 08/2023/ND-CP dated March 5, 2023 of the Government ("**Decree 08**") amending, supplementing, and suspending the implementation of several articles of Decree 65;*
- *The Charter of Vinhomes Joint Stock Company;*

##### II. BOND ISSUANCE PURPOSES:

All proceeds from the issuance are expected to be used to (i) invest in real estate projects or real-estate-related programs, and/or (ii) increase working capital, supporting investment and business activities of Vinhomes ("**The Company**"/"**The Issuer**") following the law. In case of implementing investment projects/ programs of Vinhomes, the number of Bonds to be sold must be equal to at least 70% of the number of Bonds expected to be offered for sale to implement investment projects/ programs. Vinhomes will use borrowings and other lawful sources of capital to make up for the shortfall of capital expected to be raised from the offering to implement its investment projects/ programs.

The GMS authorizes the BOD to decide on the detailed plan for the use of proceeds, to decide on the allocation of proceeds to each project, and to report the offering result at the nearest AGM.

### **III. MAIN TERMS AND CONDITIONS OF THE BONDS**

To expedite the capital raising transactions for Vinhomes, we hereby submit to the GMS for approval the main terms and conditions of the Issuance Plan specified in Appendix I attached.

### **B. APPROVAL OF AUTHORIZATION TO THE BOD**

To expedite and facilitate the implementation of Vinhomes' Bond issuance and Stock issuance following the main Terms and Conditions specified in the Appendix I and will be decided specifically by the BOD, the GMS shall authorize and assign the BOD to decide the following additional tasks:

- (i) Approve contracts and other documents related to the issuance, offering, registration and listing of the Bonds;
- (ii) Decide and approve the list of dossiers of registration for the Bond offering and issuance;
- (iii) Decide on the selection of the Consulting Organization; Representatives of bondholders/ Registration, Depository and Transfer Agent, and other relevant organizations;
- (iv) Decide on the tasks specified in Appendix I and other tasks related to the Bonds (including tasks may arise during the offering/issuance and post-offering/issuance); and
- (v) Depending on the specific situation, the BOD may authorize the Chief Executive Officer and/or other management to perform one or more of the specific tasks mentioned above.

Respectfully submitted to the GMS for consideration and approval.

Thank you.

**FOR AND ON BEHALF OF  
THE BOARD OF DIRECTORS  
CHAIRMAN  
(signed)**

**PHAM THIEU HOA**

## APPENDIX I.

### THE BOND ISSUANCE PLAN

<b>I. MAIN TERMS AND CONDITIONS</b>	
1. Expected offering size	Up to VND 10,000 billion comprising multiple bonds
2. Par value	VND 100,000 in case of public offering or VND 100,000,000 in case of private placement
3. The number of bonds offered for sale	Up to 100,000,000 bonds in case of public offering or 100,000 bonds in case of private placement
4. The number of tranches	One or more tranche(s)  The GMS authorizes the BOD, based on the actual situation, to decide the corresponding number of bond tranches.
5. Bond type	The Bonds are Convertible Bonds (meaning the bondholders have the right to convert the bonds into shares of the Company).  The Bonds are secured or unsecured by assets and establish a direct repayment obligation to the Issuer.  The GMS authorizes the BOD to actively decide on the type of Bond issued at a specific time.
6. Coupon	Maximum 15% per year.  The GMS authorizes the BOD to decide on the specific coupon rate of each Bond based on the actual situation.
7. Offering method	Public offering following regulations being stipulated in the Law on Securities, Decree 155 and Circular 118;  <i>And/Or</i>  Private placement following regulations being stipulated in the Law on Securities, the Law on Enterprises, Decree 153, Decree 65, and Decree 08.  The GMS authorizes the BOD, based on the actual situation, to decide on the offering method and the corresponding offering value.
8. Bond investors	<u>In case of public offering:</u>  Investors are domestic and foreign individuals/ organizations following the provisions of the law.  <u>In case of private placement:</u>  Bond buyers are professional investors, strategic investors, in which the number of strategic investors must be less than 100.
9. Bond offering deadline	Expected within 12 months from the date of the GMS Resolution approving the issuance.

	The GMS authorizes the BOD to decide on the appropriate time of offering proactively.
10. Bond issuance price	100% Par value
11. Term	From 12 months up to 60 months from the date of issuance.  The GMS authorizes the BOD to decide on the respective maturity of each Bond based on the actual situation.
12. Collateral	In case of being secured: the collateral is the property owned by Vinhomes or by a third party.  The GMS authorizes the BOD to decide the issuance of secured or unsecured bonds based on the actual situation. In the case of issuing secured bonds: the BOD is authorized to decide on specific collateral for each Bond, select an independent valuation organization, and approve the valuation results.
13. Coupon payment method	The coupon is paid at the end of each period, once every three months or every six months from the issuance date, depending on the BOD's decision based on the actual situation.
14. Principal payment method	The bond principal is paid once on the Bond's maturity date or the redemption date before the Bond's maturity in case the investor exercises the conversion right.  Vinhomes will use cash inflows from operation, investment, and other lawful sources of income of the Issuer to pay investors the coupon and principal.
15. Registration and listing	<u>In case of public offering:</u>  The issued bonds will be registered with Vietnam Securities Depository Center/Vietnam Securities Depository and Clearing Corporation (depending on each applicable case) (" <b>VSD</b> "), and listed on Hanoi Stock Exchange after the issuance following the Law on Securities and Decree 155.  <u>In case of private placement:</u>  The issued bonds will be registered with VSD, registered for trading at Hanoi Stock Exchange after issuance following the Law on Securities, Decree 153, Decree 65, and Decree 08.
16. Other terms and conditions	Authorizes the BOD to make specific provisions in the detailed bond offering plan.
<b>II. PLAN FOR SHARE ISSUANCE IN CASE OF EXERCISING THE CONVERSION RIGHT</b>	
1. Number of shares issued under each Bond	The number of shares to be issued in connection with one Bond is determined by the par value of one Bond divided by the share purchase price specified under Section 3 below.
2. Type of shares issued	Vinhomes ordinary shares (VHM)

<p>3. Share price when converting Bonds</p>	<p>For each offering tranche, the price of shares issued upon conversion of each Bond in such tranche is determined based on the following formula:</p> <p style="text-align: center;"><b>Share price = Average price x K</b></p> <p>Of which:</p> <ul style="list-style-type: none"> <li>- <b>Average price</b>: is the average value of the closing prices of X trading sessions immediately before the first day of each offering tranche (in case of a public offering) or the date of public information disclosure of each offering tranche (in case of a private placement).</li> <li>- <b>X</b>: ranges from 5 (five) to 30 (thirty) trading sessions</li> <li>- <b>K</b>: is the multiplier with a minimum value of 110%</li> <li>- The converting share price shall be adjusted according to the anti-dilution provisions in Section 10 below.</li> </ul> <p>The GMS authorizes the BOD, based on the actual situation, to decide the value of parameters X and K within the above formula to ensure compliance with market practices and interests of Vinhomes and investors.</p>
<p>4. Conversion conditions</p>	<p>Not applicable. Investors are free to register for conversion at the time of conversion as prescribed in Section 5 below.</p>
<p>5. Timing of conversion</p>	<p>Bondholders can exercise the conversion right after 6 to 12 months from the issuance date. The GMS authorizes the BOD to decide when to start the conversion based on the actual situation.</p>
<p>6. Rules for rounding shares and handling fractional shares (if any) when converting Bonds:</p>	<ul style="list-style-type: none"> <li>- The total number of shares received by bondholders upon conversion will be rounded down to the nearest units;</li> <li>- The total decimal fraction of shares will be canceled without issuance, and Vinhomes will not have to make any cash payment relating to that fraction's value.</li> </ul>
<p>7. The plan to ensure the issuance of shares for conversion following regulations on foreign ownership:</p>	<p>The GMS authorizes the BOD to decide on a plan to ensure the issuance of shares for conversion to meet the regulations on the maximum foreign ownership following the Issuer's situation as prescribed by law.</p>
<p>8. Order and procedures for conversion:</p>	<p>The GMS authorizes the BOD to decide the order and procedures for issuing new shares to convert bonds following relevant laws.</p>
<p>9. Issuance of shares at the time of Bond conversion:</p>	<p>At each time of exercising the conversion right, Vinhomes will issue a number of shares corresponding to the number of convertible Bonds and will increase its charter capital in proportion to the number of shares issued to exercise the conversion right; and will amend its Company Charter to reflect the new number of outstanding shares following the conversion.</p> <p>At the same time, Vinhomes will also register for depository and list the number of newly issued shares at the Stock Exchange and VSD.</p> <p>In this case, the GMS assigns and authorizes the BOD to carry out</p>

	necessary procedures for issuing shares to convert the Bonds following relevant laws.
10. Anti-dilution clause:	<p>During the period from the time of Bond issuance until the time of Bond conversion, to ensure the interests of the Bondholders, the price of shares issued concerning the conversion will be adjusted corresponding to the reference price adjustment ratio of VHM shares on the Stock Exchange in the following cases where the Issuer:</p> <ol style="list-style-type: none"> <li>a. Issuing shares to increase capital from owner's equity, issuing bonus shares to existing shareholders;</li> <li>b. Dividing, splitting, and merging shares;</li> <li>c. Issuing shares to existing shareholders, which leads to the adjustment of the reference price of VHM shares on the market at a price lower than the market price at the time of issuance;</li> <li>d. Paying dividends in stock and/or in cash.</li> <li>e. Other events (if any) which are specified in the terms and conditions of the bonds and the transaction documents attached to the bonds.</li> </ol> <p>The issued share price and the number of shares received for the Bonds upon conversion will be adjusted respectively for each adjustment of the reference price of VHM shares. The adjusted share price shall in no case, be less than the par value.</p>
11. Payment plan in case of non-conversion of bonds	<p>If the investor has registered for conversion, but the Issuer cannot issue shares to perform the conversion or the investor does not register for conversion on the maturity date, the Issuer is obligated to redeem the entire Bond at a price equal to the bond principal plus all unpaid coupon and other amounts (if any, according to the specific terms and conditions of the Bonds) – with the maximum value of 15% per annum.</p> <p>The GMS authorizes the BOD to decide in detail the implementation following the provisions of the law.</p>



No. 08/2023/TT-HDQT-VHM

Hanoi, 20 April 2023

**PROPOSAL OF BOARD OF DIRECTORS**  
*(Relating to the listing of bonds on foreign stock exchange)*

**To: THE GENERAL MEETING OF SHAREHOLDERS**

- Pursuant to Law on Enterprises No. 59/2020/QH14 promulgated by the National Assembly on 17 June 2020 and its implementation guidelines;
- Pursuant to Law on Securities No. 54/2019/QH14 promulgated by the National Assembly on 26 November 2019 and its implementation guidelines ;
- Pursuant to Decree 155/2020/ND-CP of the Government dated 31 December 2020 guiding detailed implementation of provisions of the Law on Securities (“**Decree 155**”);
- Pursuant to Decree 153/2020/ND-CP of the Government dated 31 December 2020 guiding the offering and trading of private placement corporate bonds on onshore market and offering of corporate bonds issued on offshore markets (“**Decree 153**”);
- Pursuant to Decree 65/2022/ND-CP of the Government dated 16 September 2022 amending and supplementing a number of articles of Decree 153;
- Pursuant to Decree 08/2023/ND-CP of the Government dated 5 March 2023 amending, supplementing and suspending a number of articles of the Decrees governing the offering, trading of privately placed corporate bonds in domestic market and offering of corporate bonds in international market;
- Pursuant to the Charter of Vinhomes Joint Stock Company (“**Vinhomes**” or “**Company**”); and
- Pursuant to Vinhomes’ actual needs.

In respect of bonds to be offered to international markets, pursuant to point c Clause 1 Article 127 of Decree 155, the listing, trading of the bonds on a foreign stock exchange is required to be decided by the general meeting of shareholders, the members’ council or the company owner, as applicable.

To ensure the legal compliance of the listing of bonds to be issued by the Company to international markets, the Board of Director proposes to the General Meeting of Shareholders the followings:

1. Approving the listing and trading on the Singapore Stock Exchange of the bonds to be issued by the Company to international markets as described below (the “**Bonds**”) in accordance with the issuance plan to be approved by the Board of Directors pursuant to applicable laws and the Company Charter.

The Bonds to be listed on the Singapore Stock Exchange are unsecured, non-convertible USD-denominated bonds without warrant which establish the Company’s direct payment obligation, with a total maximum par value of USD500,000,000 (five hundred million US dollars), with the following particulars:

- Name of Bonds : Vinhomes international bonds
- Type of Bonds : Unsecured, non-convertible USD-denominated bonds issued in the international markets, without warrant
- Currency of issuance and payment of principal and interests of the Bonds : United States Dollars (USD)
- Par value : USD 200,000 (Two hundred thousand United States Dollars) for one Bond and may be adjusted based on market conditions at the time of issuance as decided by the Board of Directors
- Total issuance amount : Maximum of USD 500,000,000 (Five hundred million United States Dollars)
- Purposes of use of proceeds from Bonds issuance : Proceeds from Bond issuance shall be used for purposes permitted by the laws as further decided by the Board of Directors
- Time of issuance : No later than April 2024, the exact time for issuance will be decided by the Board of Directors subject to market conditions and approvals from competent government authorities
- Maturity : Up to 5 (five) years from the issuance date in accordance with the Board of Directors’ approval, subject to market conditions at the time of Bond issuance
- Interest rate : To be decided by the Board of Directors subject to market conditions at the time of Bond issuance

- Payment method of principal and coupon of the Bonds : Coupon payment to be made once every 3 - 6 months, payment of principal to be made at or before maturity in accordance with the Board of Directors' approval subject to market and specific issuance conditions.  
Payment methods of principal and coupon shall be freely adjusted based on market situation at the time of Bond issuance
- Issuance method : Underwriting
- Listing : The Bonds shall be listed on Singapore Stock Exchange. The Bonds shall not be offered, listed and traded in Vietnam
- Subjects : Institutional or individual investors in accordance with applicable laws

2. Assigning the Board of Directors and allowing the Board of Directors to authorize Chairman of the Board of Directors or the Chief Executive Officer, based on the specific conditions, to decide and be responsible for the implementation of all necessary works and procedures to successfully carry out the registration of the listing and trading of the Bonds on the Singapore Stock Exchange.

Respectfully propose the General Meeting of Shareholders to consider and approve.

Best regards.

**Recipients:**

- *As above;*

- *Vinhomes's archives.*

**ON BEHALF OF THE BOARD OF DIRECTORS**

**CHAIRMAN**

**(Signed)**

**PHAM THIEU HOA**



09/2023/TT-HĐQT-VHM

Hanoi, 20 April 2023

**PROPOSAL OF THE BOARD OF DIRECTORS**  
**(Regarding the listing of of bonds in case of public offering)**

**Respectfully submitted to: THE GENERAL MEETING OF SHAREHOLDERS**

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

Pursuant to Article 29 of the Law on Securities, the issuer that made a public offering of bonds must complete the listing application documents or securities trading transaction application within 30 days from the ending date of the public offering. On 31 December 2020, the Government issued Decree No. 155 stipulating certain articles of the Law on Securities, accordingly the public offering of bonds must be approved by the General Meeting of Shareholders (“**GMS**”) or the Board of Members or the owner of the company.

Therefore, to ensure that the listing of bonds in case of public offering (hereinafter referred to as “**Bonds**”) by Vinhomes is carried out in compliance with the law, the Board of Directors (“**BOD**”) respectfully submit to the GMS for approval of the following contents:

- Approve the registration of Bonds at the Vietnam Securities Depository Center or the Vietnam Securities Depository and Clearing Corporation (depending on cases of application, and hereinafter collectively referred to as “**VSD**”) after completing the public offering of Bonds in accordance with the approved plan, current laws and the Company’s Charter; and
- Approve the listing of Bonds on the Hanoi Stock Exchange (“**HNX**”), where the Bonds will be listed and/or publicly traded in accordance with prevailing laws and regulation.
- Assign/authorize the BOD and allow the BOD to authorize the Chairperson of the BOD or the Chief Executive Officer, based on the actual situation, to fully make decisions and to be responsible for executing necessary tasks and procedures in order to successfully register and list the Bonds on VSD and HNX.

Respectfully submitted to the GMS for consideration and approval.

Thank you.

Recipients:

- *As stated above;*

- *The Company archive.*

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

**(signed)**

**PHAM THIEU HOA**



(Draft)

**RESOLUTION OF THE 2023 ANNUAL GENERAL MEETING OF SHAREHOLDERS  
VINHOMES JOINT STOCK COMPANY'S GENERAL MEETING OF SHAREHOLDERS**

Following:

- The Law on Enterprises dated June 17, 2020 and its implementation guidelines;
- The Law on Securities dated November 26, 2019 and its implementation guidelines;
- The Charter of Vinhomes Joint Stock Company (the “**Company**”);
- The 2023 Annual General Meeting of Shareholders (the “**AGM**”) meeting minutes dated ..... 2023;
- The vote-counting minutes of the 2023 AGM dated ..... 2023.

**RESOLVES:**

**Article 1. Approve the Report of the Board of Directors (the “BOD”) in 2022**

**Article 2. Approve the Proposal of the BOD on 2022 business performance and 2023 business plan**

**Article 3. Approve the Report of the Supervisory Board in 2022.**

**Article 4. Approve the 2022 audited Financial Statements**

**Article 5. Approve the Appropriation plan for 2022 accumulated undistributed earnings by 2022 year-end in accordance with the proposal of the BOD**

**Article 6. Approve the Remuneration for the BOD and the Supervisory Board in 2023 in accordance with the Proposal of the BOD and the Supervisory Board**

**Article 7. Approve the BOD’s proposal on the selection of 2023 independent audit firm**

**Article 8. Approve the change of the Company’s headquarters address in accordance with the proposal of the BOD**

**Article 9. Approve the plan for bond issuance, the plan for the use of proceeds from the bond issuance and related work in accordance with the proposal of the BOD**

**Article 10. Approve the listing of bonds on foreign stock exchange in accordance with the proposal of the BOD**

**Article 11. Approve the listing of bonds in case of the public offering in accordance with the proposal of the BOD**

**Article 12. Election of the BOD members for the 2023-2028 term with the following results:**

No.	Full names of BOD members	Votes	Ratio (%)
1	Mr/Mrs.....		
2			

3			
4			
5			
6			
7			
8			

The BOD for the 2023-2028 term (05 years) includes the following members:

1. ....
2. ....
3. ....
4. ....
5. ....
6. ....
7. ....
8. ....

The members of the BOD will hold the first meeting to elect the Chairperson for the 2023-2028 term.

**Article 13. Election of the Supervisory Board for the 2023-2028 term with the following results:**

No.	Full names of Supervisory Board members	Votes	Ratio (%)
1	Mr/Mrs.....		
2			
3			

The Supervisory Board for the 2023-2028 term (05 years) includes the following members:

1. ....
2. ....
3. ....

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

**Article 14. Implementation of the Resolution.**

This Resolution takes effect from the date of signing.

The members of the BOD, the Supervisory Board, and Management are responsible for organizing and implementing all contents of this Resolution.

To:

- *As per Article 14;*
- *Company archives.*

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

**PHAM THIEU HOA**

**Note:**

*Further amendments and supplements to this document may be proposed for approval at the AGM.*