



Hanoi, 30 March 2024

INVITATION LETTER

TO THE 2024 ANNUAL GENERAL MEETING OF SHAREHOLDERS

To: Shareholder:
 Legal Document
 (ID/Passport/POA):
 No.:
 Address:
 Phone number:
 Shareholder code:

VINHOMES JOINT STOCK COMPANY

Business registration No.: 0102671977

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

The Board of Directors of Vinhomes Joint Stock Company (“**Company**”) is pleased to announces:

I. Convening of the 2024 Annual General Meeting of Shareholders (the “AGM”):

- Date and time: **9:00AM – Wednesday, April 24, 2024**
- Venue: **Almaz Convention Center, Hoa Lan Street, Vinhomes Riverside Eco-Urban Area, Phuc Loi Ward, Long Bien District, Hanoi, Vietnam**
- Eligible attendees: Shareholders recorded on the Shareholder Register as of March 22, 2024 provided by the Vietnam Securities Depository and Clearing Corporation.

II. Deadline for registration, attendance confirmation and feedback to the AGM’s documents:

To facilitate the organization of the AGM, shareholders are kindly requested to confirm attendance and provide feedback on the AGM’s agenda by contacting us via phone at: +84-243975 5899 – ext. 3982 (Ms. Tran Nguyen) or email: ir@vinhomes.vn before **4:30PM VNT on April 20, 2024**.

We look forward to welcoming you at Vinhomes’ 2024 AGM.

Notes:

- *Shareholders are responsible for their own travelling and accommodation costs;*
- *Please bring this Invitation Letter, ID card/Passport, Power of Attorney (for individuals holding Shareholders’ proxy to attend the AGM)¹;*
- *Meeting materials can be downloaded from Vinhomes’ official website at <https://vinhomes.vn/en/ir> under the Information Disclosure/Annual General Meeting of Shareholders section.*

**ON BEHALF OF THE BOARD OF
 DIRECTORS
 CHAIRMAN
 (Signed)**

PHAM THIEU HOA

¹Proxies must present a Power of Attorney under the form issued by the Company or a Power of Attorney established in accordance with the Civil Law, which must clearly state the name of authorized individual or organization and the number of authorized shares. The proxies without a valid Power of Attorney are not allowed to attend the General Meeting of Shareholders under all circumstances



THE SOCIALIST REPUBLIC OF VIETNAM

Independence – Freedom – Happiness



POWER OF ATTORNEY¹

FOR ATTENDANCE AT THE 2024 ANNUAL GENERAL MEETING OF SHAREHOLDERS

VINHOMES JOINT STOCK COMPANY

(Individual Shareholder Form)

Attention to: The Convening Committee of the Annual General Meeting of Shareholders

Vinhomes Joint Stock Company (“Company”)

Today, .../.../2024, at.....

My name is:

ID/Passport No.:

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

Address:

I currently owns the ownership of : shares in Vinhomes Joint Stock Company.

I hereby give power of attorney to:

Mr./Ms.:.....

ID/Passport No.:

Date of issue:Place of issue:

Address:

Mr./Ms.....shall be my authorized representative in respect ofshares owned by me, and shall, on my behalf, attend the 2024 Annual General Meeting of Shareholders of Vinhomes Joint Stock Company to exercise shareholder rights and obligations with respect to the number of the aforementioned shares in accordance with the law.

This Power of Attorney shall only be valid for the 2024 Annual General Meeting of Shareholders of Vinhomes Joint Stock Company.

The shareholder

(Signature and full name)

The proxy

(Signature and full name)

¹The authorized party is required to present their ID/passport together with a Power of Attorney in the form provided by Vinhomes Joint Stock Company or a Power of Attorney established in accordance with the Civil Law. The Power of Attorney must clearly specify the name of authorized individual and organization and the number of authorized shares. The proxy without a valid Power of Attorney is not allowed to attend the General Meeting of Shareholders under all circumstances.



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POWER OF ATTORNEY¹

**FOR ATTENDANCE AT THE 2024 ANNUAL GENERAL MEETING OF SHAREHOLDERS
VINHOMES JOINT STOCK COMPANY
(Institutional Shareholder Form)**

**Attention to: The Convening Committee of the Annual General Meeting of Shareholders
Vinhomes Joint Stock Company (“Company”)**

Today, .../.../2024, at.....
Name of the institution:
Represented by Mr./Mrs.:..... Position:
Enterprise Registration Certificate/Ownership Registration No.:
Date of issue: Place of issue:
Address:
We currently owns/represents the ownership ofshares of Vinhomes Joint Stock Company.

We hereby give power of attorney to:
Mr./Ms.:
Position:
ID Card/Passport No.:
Date of issue: Place of issue:
Address:

Mr./Ms..... shall be our authorized representative in respect of shares owned by us, and shall, on our behalf, attend the 2024 Annual General Meeting of Shareholders of Vinhomes Joint Stock Company to exercise shareholder rights and obligations with respect to number of the aforementioned shares in accordance with the law.
This Power of Attorney shall only be valid for the 2024 Annual General Meeting of Shareholders of Vinhomes Joint Stock Company.

The shareholder
(Signature and full name, stamp)

The proxy
(Signature and full name)

¹ The authorized party is required to present Power of Attorney in the form provided by Vinhomes Joint Stock Company or a Power of Attorney established in accordance with the Civil Law. The Power of Attorney must clearly specify the name of authorized individual’s and organization’s name, the number of authorized shares. The proxy without a valid Power of Attorney is not allowed to attend the General Meeting of Shareholders under all circumstances.



**AGENDA OF THE 2024 ANNUAL GENERAL MEETING
VINHOMES JOINT STOCK COMPANY**

Time	Content	Chaired by
08:30 – 09:00	Shareholder registration & distribution of meeting materials	Organizing Committee
09:00 – 09:05	Shareholder Eligibility Verification Report	Head of Shareholder Eligibility Verification Committee
09:05 – 09:10	Introduction of the Annual General Meeting of Shareholders (“AGM”)’s Chairperson and Presiding Committee	MC
09:10 – 09:15	Opening ceremony, nomination of the AGM Secretaries and election of Vote Counting Committee	Presiding Committee
09:15 – 09:20	Approval of the regulations on the organization and operation of the 2024 AGM	
09:20 – 09:25	Approval of the meeting agenda	
09:25 – 10:00	Presentation of Reports and Proposals:	
	1. The report of the Board of Directors (“BOD”) in 2024	Presiding Committee
	2. The BOD's proposal on 2023 business performance and 2024 business plan	
	3. The report of the Supervisory Board in 2023	Head of the Supervisory Board
	4. The proposal on the 2023 financial performance in accordance with FY2023 audited financial statements	Presiding Committee
	5. The proposal on the appropriation plan for the accumulated undistributed earnings by year end 2023	
	6. The proposal on the remuneration for members of the BOD and the Supervisory Board	
	7. The proposal on the selection of 2024 independent audit firm	
	8. The proposal on the adjustment of the Company’s business lines	
	9. The proposal on the amendments and supplements of the Company’s Charter	
10. The proposal on the listing of public offering bonds		

	11. Other issues (if any)	
10:00 – 10:20	Discussion	Presiding Committee
10:20 – 10:45	Instructions for Voting on the AGM's contents	Vote Counting Committee
	Conducting the Voting Process for the AGM's contents	
	Counting votes of the Board of Directors	
10:45 – 11:00	Tea break	
11:00 – 11:15	Announcement of the results of vote counting	Vote Counting Committee
	Approval of the AGM's Minutes and Closing	Presiding Committee



**REGULATIONS ON THE ORGANIZATION AND OPERATION
OF THE 2024 ANNUAL GENERAL MEETING OF SHAREHOLDERS**

**CHAPTER I
GENERAL PROVISIONS**

Article 1: Scope and applicability

- 1.1 These Regulations shall apply to the organization of the 2024 Annual General meetings of shareholders (hereinafter referred to as the **AGM**) of Vinhomes Joint Stock Company (hereinafter referred to as “**Company**”);
- 1.2 These Regulations set forth provisions on the rights and obligations of shareholders, proxies and relevant parties participating in the Meeting, and on conditions and procedures of the Meeting;
- 1.3 Shareholders or proxies attending the Meeting and relevant parties shall be responsible to follow these Regulations.

**CHAPTER II
RIGHTS AND OBLIGATIONS OF AGM PARTICIPANTS**

Article 2: Rights and obligations of shareholders or their proxies

2.1 Eligibility for attendance at the AGM:

Participants must be shareholders or their proxies as confirmed in writing by one or more shareholders whose names are in the Company's Shareholder Register on the closing date of the list of shareholders entitled to attend the AGM.

2.2 Shareholders' rights with regards to the AGM:

- a. Shareholders have the right to participate in the AGM or authorize in writing for another person to represent them as a proxy at the AGM;
- b. Shareholders and proxies have the right to discuss and vote on all matters within their rights in accordance with the Law on Enterprises, other legislative documents and the Company Charter;
- c. The Organizing Committee shall provide Shareholders and proxies with an AGM agenda and related materials;
- d. Each shareholder or proxy attending the AGM will receive a Voting Card, or use an access account provided by the Organizing Committee to log in to the system to perform electronic voting (in case the Company applies information

technology to the organization of the AGM)

- e. Any shareholder or proxy arriving late at the Meeting before the end of the AGM is entitled to register and vote on the matters yet to be presented or voted. The Chairperson of the Meeting is not obligated to pause the Meeting and the previously voted matters shall not be affected.

2.3 Shareholders' obligations with regards to the AGM:

- a. Shareholders and proxies must bring their identity card or passport, invitation letter, and valid power of attorney (in the case of authorization or proxies) to the Meeting and register with the Shareholder Eligibility Verification Committee;
- b. Shareholders are responsible for keeping the access account and other identification provided by the Company to ensure that only shareholders have the right to participate in electronic voting on the system. In case a shareholder is authorized to attend the AGM and vote electronically for another individual/organization, the shareholder and the authorized person are responsible for the authorization and e-voting results of the granted access account;
- c. All participants must not cause disruption to or disorder during the AGM;
- d. All voice recordings or images taken during the AGM must be publicly disclosed and are subject to the approval of the Meeting Chairperson;
- e. All opinions spoken and votes cast shall be made appropriately in accordance with the Organizing Committee's guidance. The Chairperson's instructions at the AGM shall be respected;
- f. All participants must strictly adhere to these regulations and respect the results of the AGM;
- g. All shareholders shall provide information on related persons or persons with interests related to shareholders as requested by the Company.

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

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

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

shareholders attending the AGM.

- d. Reporting shareholder eligibility verification results to the AGM:
 - + Before the AGM begins;
 - + Before voting session of each matter at the AGM.
 - e. Identifying related shareholders who do not have voting rights based on the information obtained by the Shareholder Eligibility Verification Committee or as provided by shareholders.
- 3.2 The Shareholder Eligibility Verification Committee may form a support team to assist in performing its tasks and apply information technology to perform its tasks.

Article 4: Rights and Obligations of the Vote Counting Committee

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

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

- 5.1 The AGM shall be chaired by the Chairperson of the BOD or a BOD member authorized by the Chairperson.

If the Chairperson of the BOD is absent or unable to chair the Meeting due to unexpected reasons, the BOD shall elect one among the other BOD members to chair the Meeting based on majority voting. If the BOD fails to elect a Chairperson, the Head

of the Supervisory Board shall take the lead for the Meeting to elect a Chairperson, and

- the person that receives the highest number of votes shall be the Chairperson of the Meeting;
- 5.2 Unless specified in clause 5.1, the person who signed the notice to convene the AGM shall oversee the AGM's election of the Chairperson of the Meeting, and the person that receives the highest number of votes shall chair the Meeting;
 - 5.3 The AGM Chairperson appoints one or several secretaries for the AGM
 - 5.4 The AGM Chairperson's decision with regards to order, procedures, as well as matters arising beyond the approved agenda shall be the final decision;
 - 5.5 The AGM Chairperson has the right to implement necessary and reasonable measures to chair the Meeting in an appropriate and orderly manner following the approved program and allow the AGM to reflect the wishes of the majority of participating shareholders;
 - 5.6 At the Chairperson's discretion, the AGM may be postponed or held at another time in another location (in compliance with the Law on Enterprises and the Company Charter) if the Chairperson deems that:
 - a. The venue of the AGM is not large enough to provide seats for all participants; or
 - b. The communication system at the AGM location is not appropriate for shareholders to attend, discuss, and vote; or
 - c. The behaviors of some participants cause disorder and disruptions that hinder the AGM from proceeding fairly and lawfully.
 - 5.7 The Chairperson has the right not to respond to or note down comments and suggestions from shareholders if the content of such statements and recommendations are out of the scope of the approved agenda.
 - 5.8 The Chairperson has the right to request that all AGM attendees be subject to security inspection or other legal, reasonable security measures and ask a competent authority to maintain order at the AGM. The Chairperson also has the right to expel anyone from the AGM who shows signs of causing disorder, disobeying the Chairperson and the Presiding Committee, hampering the AGM's progress, or declining to follow the security inspection procedures at the AGM.
 - 5.9 The Presiding Committee consists of a number of BOD members and managing executives of the Company as appointed by the Chairperson. The Presiding Committee shall perform necessary tasks to assist the Chairperson in conducting the AGM.
 - 5.10 The Secretary will record the minutes of the AGM and perform other tasks as assigned by the Chairperson and the Presiding Committee. The Secretary may have one or several assistants.

CHAPTER III

AGM PROCEDURE

Article 6: AGM Quorum

- 6.1 The AGM shall proceed when shareholders and proxies represent more than 50% of the total voting shares (the “**Quorum**”). If a Quorum is not established within 60 minutes
- 6.2 after the opening of the AGM per the agenda circulated to shareholders, the AGM will be deemed ineligible to proceed;
- 6.3 Suppose the AGM is deemed ineligible to proceed according to the above provision. In that case, a following AGM shall be convened and conducted in accordance with the Company Charter and the Law on Enterprises.

Article 7: Conduct of the AGM

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

Article 8: Approval of resolutions at the AGM

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

Article 9: Electronic voting

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

with this outcome.

- 9.5 Voting results will be announced by the Vote Counting Committee at the General AGM right after the votes are counted.

Article 10: Speaking opinions at the AGM

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

Article 11: Minutes and Resolutions of the AGM

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

Article 12: Effectiveness of these Regulations

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

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

PHAM THIEU HOA



**2024 ANNUAL GENERAL MEETING OF SHAREHOLDERS
VINHOMES JOINT STOCK COMPANY**

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

1. Approval of the report of the Board of Directors in 2023

Agree Disagree Abstain

2. Approval of the 2023 business performance and 2024 business plan in accordance with the Board of Directors' proposal

Agree Disagree Abstain

3. Approval of the report of the Supervisory Board in 2023

Agree Disagree Abstain

4. Approval of the 2023 audited financial statements

Agree Disagree Abstain

5. Approval of the appropriation plan for the accumulated undistributed earnings by year-end 2023 in accordance with the Board of Directors' proposal

Agree Disagree Abstain

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

7. Approval of the list of independent audit firms to audit the 2024 financial statements in accordance with the Proposal of the Board of Directors

Agree Disagree Abstain

8. Approval of the adjustment in the Company's business lines

Agree Disagree Abstain

9. Approval of the amendments and supplements of the Company's Charter in accordance with the Proposal of the Board of Directors

Agree Disagree Abstain

10. Approval of the listing of public offering bonds in accordance with the Proposal of the Board of Directors

Agree Disagree Abstain

Signature of Shareholder

(or Authorized Proxy)

(Signature and Full name)



No: 01/2024/BC-HĐQT-VHM

Hanoi, 02 April 2024

**REPORT OF THE BOARD OF DIRECTORS
AT THE 2024 ANNUAL GENERAL MEETING OF SHAREHOLDERS**

Respectfully submitted to THE GENERAL MEETING OF SHAREHOLDERS

1. Business performance of Vinhomes Joint Stock Company (“Company” or “Vinhomes”) in 2023

The year 2023 continued to pose significant challenges for both the global and Vietnam’s economy. However, Vietnam's economy remained a bright spot as one of the world’s fastest-growing economies with estimated GDP growth of 5.05% and GDP scale enlarging to USD 430 billion. Despite multiple headwinds in the local real estate market due to credit tightening policies and licensing bottlenecks, there has been a gradual improvement in performance during the latter half of the year, primarily thanks to the government's aggressive actions in resolving legal issues for several real estate projects, easing restrictions on corporate bond issuance, and implementing multiple interest rate reductions. Under such circumstances, Vinhomes proudly celebrated remarkable milestones with the 10th anniversary.

In 2023, Vinhomes exhibited resilient business growth, surpassing the targets primarily attributable to timely delivery to homebuyers. Total consolidated net revenue achieved VND 103,557 billion, marking a significant increase of 66% YoY. Accordingly, the total adjusted consolidated net revenue, inclusive of revenue from Vinhomes' business activities, business cooperation contracts (BCC) and property transfers recorded as financial revenue, amounted to VND 121,357 billion. This figure surpassed the plan approved at the 2023 General Meeting of Shareholders by 21% and represented a 49% growth compared to 2022. Profit after tax exceeded the plan by 12% and recorded a 15% increase compared to 2022, reaching VND 33,533 billion, translating to an impressive Earnings per Share (EPS) of VND 7,664.

In addition, from the second quarter of 2023, Vinhomes continued to demonstrate its market leadership proved by pioneering in innovative product introduction and setting outstanding sale achievements. In June, Vinhomes unveiled Vinhomes Sky Park – the first luxurious apartment tower combined with a commercial center in Bac Giang. With trendy amenities sited at prime location, the project achieved an absorption rate of 74% within the first month after launched. Similarly, in Ho Chi Minh City, the introduction of Glory Heights, a collaborative product between Mitsubishi and Vinhomes, located within Vinhomes Grand Park, stimulated the southern real estate market with deposits secured for over 2,000 units within 34 hours after the first launch. In August 2023, Vinhomes debuted Vinhomes Golden Avenue as Vietnam’s pioneering border gate urban area in Mong Cai, Quang Ninh. This innovative urban concept caters to residential, business, relaxation and shopping needs with

outstanding potential profitability. Accordingly, the value of newly signed contracts (sales) and pre-sales value remained high, reaching VND 87 trillion and 99.7 trillion, respectively.

Another impressive milestone during the year was Vinhomes' announcement of the master plan for Ocean City as a destination city that covers a total area of nearly 1,200 hectares, comprising of three mega projects - Vinhomes Ocean Park 1, Vinhomes Ocean Park 2 and Vinhomes Ocean Park 3, creating one of the world's most worth living cities. Besides, Vinhomes is committed to continuously enhancing product quality and amenities to cultivate sustainable urban landscapes and alluring destinations across Vietnam. On December 21, 2023, Ocean City marked a significant milestone with the inauguration of the Grand World culinary, entertainment, and retail mega-complex. This event attracted a record number of nearly 160,000 visitors to enjoy the countdown music festival and New Year's celebration, elevating Grand World as a novel and distinctive destination in northern Vietnam.

Furthermore, Vinhomes remained committed to enhancing service quality and amenities to upgrade the living standards of our residents. In 2023, the Company introduced two community clubs: the Green – Civilized - Classy Living Club, and the Happy - Healthy Living Club, aimed at providing exclusive privileges to Vinhomes residents nationwide. Additionally, we established a partnership with Korea Global School (KGS) to establish two international inter-level educational facilities at Vinhomes Ocean Park 1 in Hanoi and Vinhomes Grand Park in Ho Chi Minh City, thereby offering world-class educational environments within Vinhomes' urban areas.

In 2023, Vinhomes continued to apply new technological advancements across all aspects of its operations, from sales and operations to internal management. The company introduced innovative smart products and features aimed at enhancing operational efficiency and elevating the living experiences of Vinhomes residents nationwide. These included the Vinhomes Resident application, Smart City version 2.0 at Ocean Park 2 & 3, the CSM construction site management system, and V-PMS as a comprehensive operations management system. Vinhomes takes pride in offering our residents the highest standards of modern living, comparable to major cities worldwide.

Recognizing these relentless efforts and achievements, Vinhomes was awarded as one of the Top 10 Property Developers in Vietnam in 2023 at BCI Asia Awards. In addition, Brand Finance - the world's leading brand valuation consultancy - honored Vinhomes as the only real estate brand among Vietnam's top 5 most valuable brands and Vietnam's first real estate brand to rank in the top 20 most valuable real estate brands globally, with a brand value of USD 1.74 billion.

2. Activities of the Board of Directors

2.1 General activities

In 2023, Vinhomes fully complied with regulations on corporate governance applicable to public companies as well as information disclosure on the stock market. The Company continued to streamline its organization and optimize resource allocation to maximize contributions, enhance the supervisory functions of the Board of Directors ("BOD"), ensure a system-wide implementation of its principles, and fortify relationships with stakeholders.

The BOD performed its functions satisfactorily, including formulating policies,

guidelines, and long-term development plans of the Company, as well as approving and authorizing certain responsibilities to the Chairman of the BOD and the Company's legal representative to enhance the Board's productivity.

2.2. The BOD's supervisory activities

In 2023, in accordance with provisions in the Company's Charter, corporate governance regulations, internal policies and prevailing laws, the BOD fulfilled the following supervisory duties:

- Hosted, instructed, and successfully organized the 2023 Annual General Meeting of Shareholders ("AGM") on 27 April 2023.
- Provided guidance and oversight to strictly implement the 2022 financial report, 2023 quarterly and semi-annual financial reports, and annual report.
- Supervised the implementation of resolutions approved by the General Meeting of Shareholders and the BOD and monitored the activities of the Board of Management in all business activities.
- Oversaw the information disclosure to ensure transparent and timely reporting following the prevailing regulations for listed companies.
- Supervised the Board of Management to enhance business performance and to achieve the established business plan.

In 2023, the BOD issued 22 resolutions (including the solicitations of written opinions), endorsing critical policies and amendments related to the Company's operations and strategic direction, summarized as follows:

Content	Number of Resolutions
Reorganizing or consolidating the Company's structure and business activities	15
Appointing the Company's Management, transactions with related parties, delegating authorized representatives to manage contributed capital in subsidiaries	07
Total	22

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

- Report of remuneration for the BOD in 2023 has been specified in the BOD's Proposal on remuneration of the BOD in 2024.
- In addition, the Company also provided various benefits to members of the Board of Directors, such as regular health check-ups, health insurance, discounts on services offered by Vingroup member companies etc.

4. Related party transactions

- The approval processes of transactions between related parties and the Company have strictly complied with the provisions of the Law on Enterprises, Law on Securities, and the Company's internal governance policies.
- Transactions between the Company and related parties are listed and disclosed in the 2023 Corporate Governance Report and the Company's audited financial statements.

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

5.1. Activities of independent BOD members

The Board of Directors includes 3 independent members: (1) Mr. Varun Kapur (2) Mr. Mueen Uddeen and (3) Mr. Hoang D. Quan. All three independent members, with their extensive expertise in their respective fields, made valuable contributions to the decision-making process of the Board of Directors. In 2023, they actively participated in all decisions or matters under the authority of the Board of Directors, including transactions between the Company and related parties, ensuring transparency, controlling conflicts of interest, and protecting the Company and its shareholders' interests.

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

In 2023, the Board of Directors made flexible decisions to demonstrate the adaptability to the changes in business operations. Their timely guidance on business plan adjustments helped the Company and its subsidiaries achieve targets set at the 2023 Annual General Meeting of Shareholders. Despite economic challenges, the Board prioritized operational safety for the entire system, employees, and customers. Additionally, the BOD timely evaluated and approved adjustments to management activities within the authority, while closely monitoring the Board of Management's execution of proposed business targets, strategies and plans.

6. Report on the change of the Company's headquarters address

At the 2023 Annual General Meeting of Shareholders, the Board of Directors submitted Proposal No. 06/2023/TTr-HĐQT-VHM dated April 3, 2023 on changing the Company's headquarters address from Symphony Office Building, Chu Huy Man Street, Vinhomes Riverside Ecological Urban Area, Phuc Loi Ward, Long Bien District, Hanoi City, Vietnam to Techno Park Tower, Vinhomes Ocean Park, Da Ton Commune, Gia Lam District, Ha Noi, Vietnam. However, due to changes in plans, the Company decided not to proceed with the change in the headquarters address.

7. Report on the issuance of international bonds

In 2023, the Board of Directors approved the plan to issue international bonds ("**International Bonds**"), which was subsequently endorsed by the General Meeting of Shareholders for the listing on the Singapore Stock Exchange (SGX-ST) according to Proposal No. 08/2023/TTr-HĐQT-VHM dated April 20, 2023 ("Proposal No. 08"). The proposal outlined the Company's plan to issue international bonds with a maximum total par value of USD 500,000,000 (five hundred million USD). However, in 2023, due to unfavorable market conditions, the Company did not implement the International Bond Issuance Plan.

8. 2024 plan

In 2024, Vietnam's economy and the real estate sector is anticipated to continue to encounter ongoing challenges despite signs of recovery. Under such circumstances, Vinhomes has formulated a variety of adaptable strategies and plans to navigate these headwinds, highlighting its strong internal capabilities as a leading developer in Vietnam.

Specifically, the Company continues to consolidate distribution channels through in-house sales department along with the existing nationwide agency network. Furthermore, the company will enhance its online sales platform to enrich homebuyers' purchasing experience, to provide transparency in sales policies and pricing, as well as to cultivate trust while maximizing benefits for customers. The integration of Vinhomes' online business division with the two existing distribution channels is expected to bring about a comprehensive foundation for our retail sales activities, lifting market liquidity, generating thousands of employment opportunities, and positioning Vinhomes for future sales milestones.

Simultaneously, to ensure revenue and profitability in 2024, the Company will continue to expedite the construction and completion of ongoing projects while actively implementing new developments, with a focus on social housing projects to address the housing needs of millions of workers.

In operational aspects, the Company maintains its focus to exploring and implementing new technology solutions, continuously enhancing, consolidating, and broadening the scope of services offered through smart applications across all operational areas. This approach aims to enhance operational efficiency and optimize costs. Moreover, Vinhomes persistently innovates to enhance product quality, enrich amenities, and attract international communities, such as Korean and Japanese, to foster sustainable urban areas and appealing destinations within localities and the nation. Furthermore, the Company actively fosters community development through the establishment of the Green – Civilized - Classy Living Club, and the Happy - Healthy Living Club, aiming to enhance the quality of life for Vinhomes residents. Incorporating technology into the management and operation of smart urban areas is also integral to the Company's strategy in aligning with market trends and meeting customer preferences.

In terms of human development, Vinhomes remains committed to enhancing the skills and capabilities of its personnel through training and self-learning programs, aligned with approved learning guidelines and competency frameworks. Furthermore, the company focuses on developing the next generation of talent to ensure seamless succession and sustained growth. Streamlining the operational model and optimizing efficiency across all areas are key objectives for the company.

While remaining challenging, the year of 2024 is anticipated to bring about numerous opportunities to those with a solid governance foundation and resilient business operations. Vinhomes is committed to fortifying our position as a market leader in the real estate sector, focusing on sustainable growth and delivering positive value to our esteemed shareholders, customers, and partners. Your continued support on this journey is deeply appreciated.

Respectfully submitted to the GMS for consideration.

Thank you.

Recipients:

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

**ON BEHALF OF THE BOARD OF
DIRECTORS**

CHAIRMAN

(signed)

PHAM THIEU HOA



-----☯☯☯-----
 No: 01/2024/TTr-HĐQT-VHM

Independence – Freedom – Happiness

-----☯☯☯-----

Hanoi, 02 April 2024

PROPOSAL OF THE BOARD OF DIRECTORS

Re: 2023 Business performance and 2024 business plan

Respectfully submitted to THE GENERAL MEETING OF SHAREHOLDERS

The year 2023 continued to pose significant challenges for the global economy, marked by concerns of a potential recession and geopolitical tensions in Eastern Europe and the Middle East. However, the monetary tightening initiatives by major central banks at the end of 2021 and early 2022 proved to be effective in curbing inflation. Central banks have since begun to ease the progression of interest rate hikes in 2023. Under such circumstances, Vietnam's economy has also been poised for gradual recovery, showing positive outcomes in economic structure improvement. According to the Ministry of Planning and Investment, Vietnam's GDP growth in 2023 is estimated to surpass 5%; while being slightly below the target of 6.5%, this growth rate remains more than double the global average, positioning Vietnam among the world's fastest-growing economies. The consumer price index (CPI) in Vietnam rose by 3.25% in 2023, remaining stably below the threshold set by the National Assembly. Foreign investment inflows into Vietnam also surged, with total registered foreign direct investment (FDI) increasing by 32.1% compared to 2022, reaching nearly USD 36.6 billion. Furthermore, disbursed FDI in Vietnam achieved a record high between 2018 and 2023, totaling USD 23.2 billion, marking a 3.5% increase when compared with the previous year.

In this dynamic environment, Vinhomes Joint Stock Company (hereinafter referred to as "**Company**" or "**Vinhomes**") has demonstrated adaptability in its business strategy to navigate challenges, capitalize on emerging opportunities, and attain notable achievements. Key highlights include:

I. 2023 business performance (based on the FY2023 Audited Consolidated Financial Statements)

1. Revenue

The Company achieved a total consolidated revenue of VND 103,557 billion, marking a 66% increase compared to the previous year. In which, revenue from the sale of inventory properties remained key driver, totaling VND 89,669 billion. This increase can be attributed to timely delivery at multiple mega projects such as Vinhomes Ocean Park 2-3, Vinhomes Ocean Park 1, and Vinhomes Smart City.

2. Profit

In 2023, total consolidated profit before tax reached VND 43,310 billion, reflecting a 12% YoY growth. Profit after tax for the same period amounted to VND 33,533 billion, 12% surpassing the target approved at the 2023 Annual General Meeting of Shareholders. Despite multiple challenges in the real estate market, these figures highlighted an impressive business performance, showcasing Vinhomes' relentless efforts throughout the year.

3. Statutory obligations

In 2023, the Company paid a total of VND 17,363 billion to the State budget.

4. Project development progress

Launch of Vinhomes Sky Park and Vinhomes Golden Avenue – The first border gate urban areas in Vietnam

In June 2023, Vinhomes unveiled the first luxurious apartment tower combined with a premier commercial, shopping, and entertainment complex named Vinhomes Sky Park in Bac Giang. With trendy amenities sited at prime location, the project achieved an impressive absorption rate of 74% within just one month of its sales launch.

In August 2023, Vinhomes introduced Vinhomes Golden Avenue, Vietnam's first border gate urban area, located in Mong Cai, Quang Ninh. This project is designed to cater to the living, business, relaxation, and shopping needs of both Vietnamese citizens and the international community in border areas.

Ocean City transformed itself into one of the world's most worth-living destinations, thanks to its unique lifestyle values.

In June 2023, Vinhomes introduced the master plan for Ocean City, comprising of three Vinhomes urban areas in the east of Hanoi namely Vinhomes Ocean Park 1, 2, and 3, spanning nearly 1,200 hectares with an expected population of approximately 200,000 people. In addition to its resort-style amenities, Ocean City has defined itself as a new four-season tourist destination in the North, hosting a series of large-scale cultural, arts and sports events, festivals throughout the year. Notable events include the inauguration ceremony of City of Lights Square (April 2023), theme-based discovery and experiential tours tailored to meet the needs of diverse customers, Italian Culinary Festivals (September 2023) and Korean K-Fest (November 2023), and the grand opening of Grand World complex (December 2023). Especially, towards the end of December 2023, Ocean City was in the spotlight as the newly launched Grand World complex drew nearly 160,000 visitors to enjoy premier art performance and a spectacular fireworks display to ring in the new year. To enhance accessibility, hundreds of complimentary Vinbus bus routes were put into operation 24/7, facilitating seamless travel to Ocean City for millions of visitors from central Hanoi and its surrounding areas.

II. 2024 Action Plan

1. Consolidate distribution channels and promote the O2O model

On January 9, 2024, Vinhomes announced the establishment of in-house sales department along with the existing nationwide agency network. This is a strategic move to capitalize on the upcoming growth cycle in the real estate market while paving the way for long-term business breakthroughs in the Company's business activities. Concurrently, Vinhomes will continue to reinforce its current and potential agency network, offering robust incentives to foster the equitable and enduring partnership, as well as ensuring consistency in implementing the company's business objectives.

Furthermore, the company will enhance its online sales platform to enrich homebuyers' purchasing experience, to provide transparency in sale policies and pricing, as well as to cultivate trust while maximizing benefits for our esteemed customers. The integration of Vinhomes' online business division with the two existing distribution channels is expected to bring about a comprehensive foundation for our retail sales activities, lifting market liquidity, generating thousands of employment opportunities, and positioning Vinhomes for future sales milestones.

2. Accelerate the completion of ongoing projects while facilitating development of new projects

In addition to launched projects such as Vinhomes Ocean Park 1 and Smart City (Hanoi), Vinhomes Ocean Park 2 and Vinhomes Ocean Park 3 (Hung Yen), Grand Park (Ho Chi Minh city), Golden Avenue (Mong Cai), Vinhomes will prioritize the development of new potential projects that have completed legal procedures to secure earnings stream in 2024 while gradually implementing social housing projects, aiming to address housing needs of millions of workers. In early January 2024, Vinhomes commenced construction of the Trang Cat social housing project in Hai Phong. In March 2024, the Company officially launched the Vinhomes Royal Island project located in Vu Yen, Hai Phong for sales. Furthermore, the Company remains committed to upgrading construction standards, construction quality, and labor safety.

3. Enhance living standards for Vinhomes residents

Vinhomes prioritizes continuous innovation and enhancement of product quality along with amenities improvement. By attracting international communities like Korean and Japanese, Vinhomes aims to establish sustainable urban areas that serve as appealing destinations on both local and national scale. Additionally, the company fosters community development through initiatives such as the Green – Civilized - Classy Living Club, and the Happy - Healthy Living Club, aimed at enhancing residents' quality of life. Integrating technology into the management and operation of smart urban areas is an important part of the company's strategy to meet the market trends and customer preferences as well.

4. Upgrade internal administration

Vinhomes is committed to enhancing the skills and capabilities of its personnel through training and self-learning initiatives, aligned with approved learning guidelines and competency frameworks. Additionally, the company focuses on developing the next generation of talent to ensure seamless succession and sustained growth. Streamlining the operational model and optimizing efficiency across all areas are also key objectives for the company.

In pursuit of resilient and sustainable growth, the Board of Directors of Vinhomes would like to submit to the General Meeting of Shareholders our 2024 plan as follows:

No.	Item	2024's plan (in VND billion)
1	Revenue	120,000
2	Profit after tax	35,000

Respectfully submitted for General Meeting of Shareholders for consideration and approval.

Thank you.

Recipients:

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

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

(signed)

PHAM THIEU HOA



No.: 01/2024/BC-BKS-VHM

Independence – Freedom – Happiness

Hanoi, 02 April 2024

REPORT OF THE SUPERVISORY BOARD**Re: Business performance of the Company, Activities of the Board of Directors and Board of Management in 2023****Respectfully submitted to THE GENERAL MEETING OF SHAREHOLDERS**

In 2023, the Supervisory Board maintained close collaboration with the Board of Directors (“**BOD**”) and the Board of Management (“**BOM**”) to oversee the issuance and implementation of the resolutions of the General Meeting of Shareholders (the “**GMS**”) and the BOD. Along with supervision, the Supervisory Board also collaborated with the internal audit division of the Company and its subsidiaries to conduct reviews, thereby ensuring full compliance with legal regulations and the Company’s internal governance policies.

Operating within the scope of responsibilities, functions, and authority as defined by the Charter of the Company, as well as in alignment with the 2020 Law on Enterprises, regulations for listed companies, in 2023, the Supervisory Board supervised and reviewed the compliance with the relevant laws and the Company’s Charter in relation to financial and accounting activities, investment activities, construction, development and operation of real estate projects. Furthermore, the Supervisory Board also conducted periodical inspections of the Company's financial statements.

On behalf of the Supervisory Board, I would like to present the following report to the General Meeting of Shareholders:

1. Company’s financial performance:

The Supervisory Board approved the FY2023 consolidated financial statements, as audited by Ernst & Young Vietnam Limited. The financial statements provide a true and fair view of the consolidated financial position as of 31 December 2023, and the consolidated business performance and its consolidated cash flows for the fiscal year from 1 January 2023 to 31 December 2023, in accordance with the prevailing accounting regulations.

Key financial highlights from Company's 2023 consolidated financial statements are as follows:

a. Consolidated business performance:

- Net revenue : VND 103,557 billion, reflecting an increase of 66% compared to 2022
- Profit before tax : VND 43,310 billion, marking a 12% rise compared to 2022

- Net profit after tax : VND 33,533 billion, a 15% increase compared to 2022, 12% exceeding the 2023 target approved by the General Meeting of Shareholders.
- b. Consolidated assets:
- Current assets : VND 242,341 billion
 - Non-current assets : VND 202,290 billion
 - Total assets : VND 444,631 billion
- c. Owners' equity : VND 182,636 billion

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

The Supervisory Board affirms the sustainability and adherence to relevant legal frameworks of the Company's activities in 2023. The implementation of the resolutions of the GMS and the BOD was closely monitored to ensure alignment with strategic objectives. Within its authority and responsibilities, the Supervisory Board determines that the BOD, the BOM and related departments fulfilled their duties effectively, without encountering significant shortcomings or violations affecting the Company's operations.

3. Report on the Supervisory Board and the supervisors' activities:

3.1. Activities in 2023 and 2024 Action Plan of the Supervisory Board:

The year 2023 continued to pose significant challenges for the global economy, marked by concerns of a potential recession and geopolitical tensions in Eastern Europe and the Middle East. These conflicts not only resulted in human and property losses but also caused fluctuations in financial markets and impacted global commodity prices such as energy and food. Amidst these challenges, the Supervisory Board acknowledges the BOM's efforts in conducting the Company's businesses, upholding strong corporate governance practices, as well as effectively mitigating risks to ensure sustainable growth and compliance with prevailing laws. Thanks to the enforcement of corporate governance regulations, the BOD proactively monitored business strategies and promptly made decisions concerning the Company's operations. Throughout the year, the Supervisory Board accelerated its oversight on compliance of operational policies, enhanced the quality and independence of control activities, especially scrutinized significant transactions as well as transactions with related parties. Any violations were swiftly detected and thoroughly addressed, reflecting into improved management reporting and information disclosure.

In 2024, it is anticipated that external market challenges and significant workload will continue to set challenging tasks to the BOD and BOM, requiring relentless efforts from every member of the Company, as well as the support and trust of our esteemed Shareholders. To enhance effectiveness, the Supervisory Board commits to put stronger effort in improving performance and expects continued support from Shareholders, the BOD, and close collaboration with the BOM and relevant departments within the Company.

3.2. Self-assessment of the Supervisory Board members:

During 2023, members of the Supervisory Board have attended two (02) meetings and engaged in multiple internal discussions. Besides, following the Head of the Supervisory Board’s assignments, each member, with professional expertise, has actively monitored and evaluated the activities of the BOD, the BOM, and specialized departments of the Company. Members of the Supervisory Board assessed that we have fulfilled our duties and responsibilities in compliance with applicable laws and the Company’s Charter.

On behalf of the Supervisory Board, I would like to extend our best wishes to the valued Shareholders, the BOD, and the Management, and wish for a successful AGM.

Thank you.

Recipients:
- As stated above;
- Vinhomes archives.

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

(signed)

NGUYEN LE VAN QUYNH



Số: 02/2024/TTr-HĐQT-VHM

Hanoi, 02 April 2024

PROPOSAL OF THE BOARD OF DIRECTORS**Re: FY2023 financial performance of Vinhomes Joint Stock Company****Respectfully submitted to THE GENERAL MEETING OF SHAREHOLDERS**

In 2023, Vinhomes Joint Stock Company ("**Company**" or "**Vinhomes**") demonstrated robust financial stability and growth, as evidenced by the following key financial indicators in the audited consolidated financial statements for the fiscal year ending December 31, 2023:

1. Revenue and profit:

The total consolidated net revenue amounted to VND 103,557 billion, primarily driven by revenue from the sale of inventory properties totaling VND 89,669 billion.

The consolidated profit after tax for the fiscal year 2023 reached VND 33,533 billion, marking a 15% increase compared to the previous year and surpassing the plan approved at the 2023 General Meeting of Shareholders by 12%.

2. Asset growth:

Current assets increased from VND 196,535 billion as of December 31, 2022, to VND 242,341 billion as of December 31, 2023. Such increase was primarily driven by a VND 4,469 billion rise in short-term trade receivables from customers, including receivables from the sale of inventory properties; a surge of VND 20,918 billion in other current assets due to increasing deposits for investment purpose during the year; coupled with an uptick of VND 29,676 billion in other short-term receivables compared to 2022, mainly from advances for land clearance and investment cooperation.

Non-current assets grew from VND 165,277 billion as of December 31, 2022, to VND 202,290 billion as of December 31, 2023. In which, construction in progress rose by VND 10,107 billion, while other long-term receivables grew by VND 11,520 billion, and other long-term assets increased by VND 12,707 billion, primarily attributed to deposits for investment purpose, reflecting Vinhomes' continued investments in new projects.

3. Liabilities and owners' equity:

Total liabilities as of December 31, 2023 recorded an uptick of VND 48,704 billion compared to that of the end of 2022. Such increase was mainly attributable to an increase of VND 35,275 billion in other short-term payables resulting from deposits and capital contributions from customers and partners in accordance with certain agreements; as well as the surge of VND 20,994 billion in loans to fund for the investment and development of real estate projects;

Total equity as of December 31, 2023 experienced a growth of VND 34,114 billion compared to December 31, 2022, largely thanks to the Company's undistributed earnings.

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

Thank you.

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

Recipients:

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

(signed)

PHAM THIEU HOA

Note:

- *Vinhomes' 2023 financial statements was audited by Ernst & Young Vietnam Limited and published on Vinhomes' website at <https://vinhomes.vn/en/ir>*



PROPOSAL OF THE BOARD OF DIRECTORS

Re: The Appropriation Plan for 2023 cumulative undistributed earnings

Respectfully submitted to: THE GENERAL MEETING OF SHAREHOLDERS

As at 31 December 2023, cumulative undistributed earnings on Vinhomes Joint Stock Company's (the "**Company**")'s separate financial statements were **VND 69,828,851 million**, as audited by Ernst & Young Vietnam Limited.

The Board of Directors (the "**BOD**") would like to submit to the Annual General Meeting of Shareholders (the "**AGM**") for approval of the Appropriation Plan for 2023 cumulative undistributed earnings as follows:

- To retain VND 5,000,000,000 (*Five billion dong*) to the Reserve Fund, as specified in the Charter of the Company.
- The remaining profits will be used to invest in the Company's business operations.

Respectfully submitted for AGM consideration and endorsement.

Thank you.

To:

- *As stated above;*

- *The Company archives.*

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

(signed)

PHAM THIEU HOA



No: 04/2024/TTr-HĐQT-VHM

Hanoi, 02 April 2024

(Draft)

PROPOSAL OF THE BOARD OF DIRECTORS AND THE SUPERVISORY BOARD

Regarding Remuneration for the Board of Directors and the Supervisory Board

Respectfully submitted to THE GENERAL MEETING OF SHAREHOLDERS

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

The Board of Directors (“BOD”) and the Supervisory Board hereby report to the General Meeting of Shareholders (“GMS”) on the remuneration paid in 2023 and the remuneration plan for 2024 for the members of the BOD and the Supervisory Board as follow:

1. Actual remuneration paid in 2023:

- In 2023, the BOD comprised ten (10) members, and the Supervisory Board comprised three (03) members.
- The remuneration for the BOD was VND 16,7 billion.
- The remuneration for the Supervisory Board was VND 462 million.

Accordingly, the total remuneration for the BOD and the Supervisory Board complies with the Resolution approved by the 2023 Annual General Meeting of Shareholders.

2. Remuneration Plan for 2024:

Based on the 2024 business plan, the BOD and the Supervisory Board respectfully request the GMS to approve the 2024 remuneration plan for the BOD and the Supervisory Board as follow:

- The remuneration for the BOD does not exceed VND 20 billion (*Twenty billion dong*).
- The remuneration for the Supervisory Board does not exceed VND 02 billion (*Two billion dong*).

The BOD and the Supervisory Board request the GMS to authorize the Chairman of the BOD and the Head of the Supervisory Board to decide the specific remuneration for the members of the BOD and the Supervisory Board within the limits stipulated above.

Respectfully submitted for GMS’s consideration and endorsement.

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

(signed)

NGUYEN LE VAN QUYNH

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

(signed)

PHAM THIEU HOA



No: 05/2024/TTr- HĐQT-VHM

Independence – Freedom – Happiness

Hanoi, 02 April 2024

PROPOSAL OF THE BOARD OF DIRECTORS

Re: Selecting the audit firm for the Company’s 2024 Financial Statements

Respectfully submitted to THE GENERAL MEETING OF SHAREHOLDERS

Pursuant to the 2020 Law on Enterprises and based on the quality assessment of audit firms in Vietnam, the Board of Directors (“BOD”) proposes the following list of audit firms for the fiscal year 2024:

1. Ernst & Young Vietnam Ltd.
2. Price Waterhouse Coopers Vietnam Ltd.
3. Deloitte Vietnam Company Ltd.
4. KPMG Vietnam Ltd.

The BOD respectfully submits to the General Meeting of Shareholders to consider and authorize the Board of Management to designate one of the aforementioned audit firms to conduct the audit of the Company’s 2024 financial statements.

Thank you.

To:

- As above;

- Company archives.

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

(signed)

PHAM THIEU HOA



No: 06/2024/TT-HĐQT-VHM

Hanoi, 02 April 2024

PROPOSAL OF THE BOARD OF DIRECTORS**(Regarding the supplement of Company's business lines)****Respectfully submitted to: THE GENERAL MEETING OF SHAREHOLDERS**

The Board of Directors respectfully submits to the General Meeting of Shareholders (“GMS”) for consideration and approval on the amendment of business lines of Vinhomes Joint Stock Company (“Company”) as follow:

1. Supplement to Company's business lines:

No.	Business lines to supplement	Code	Reason for amendment
1	Botanical and zoological gardens and nature reserves activities	9103	To serve the Company's entertainment and recreation business in future integrated real estate projects
2	Sports and recreation education	8551	
3	Other education not elsewhere classified	8559	
4	Electrical installation	4321	To serve the Company's business of upgrading smart solution service for residential projects, supporting Vinhomes' development target..
5	Wholesale of computers, computer peripheral equipment and software	4651	
6	Wholesale of electronic and telecommunications equipment and parts	4652	
7	Software publishing (Excluding activities of publishing house, electronic publications)	5820	
8	Computer programming activities	6201	
9	Computer consultancy and computer system management	6202	
10	Data processing, hosting and related activities	6311	
11	Research and experimental development on engineering and technology	7212	
12	Other professional, scientific and technical activities not elsewhere classified. In particular: - Consultancy on technology transfer Tư vấn về chuyên giao công nghệ - Activities of consultants except architecture, engineering and management consulting	7490	
13	Passenger transport by urban buses	4921	
14	Passenger transport by urban, suburban and inter-provincial buses	4922	

15	Passenger transport by other buses	4929	
16	Urban and suburban passenger land transport (except transport via buses)	4931	
17	Other passenger land transport	4932	
18	Other transportation support activities	5229	
19	Inland passenger water transport	5021	

Approve the supplement and amendment of the Company's Charter

Authorize the Chief Executive Officer – the Legal Representative of the Company to make decision on the supplement of the aforementioned business lines in accordance with Law on Enterprises and specialized laws.

Effective date of the supplement of Company's business lines: Authorize the Chairman of Board of Directors to issue Resolution at appropriate time but no later than 12 months since the approval of the GMS.

The GMS approves the amendment and supplement of Company's Charter to comply with the amendment of aforementioned business lines and authorize the Legal Representative of the Company to complete, sign and publish the Charter in accordance with law.

The newly published Charter shall be uploaded on Company's website at <https://vinhomes.vn/vi/ir>, under Investor Relations section.

Respectfully submitting 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

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

VINHOMES JOINT STOCK COMPANY



No: 07/2024/TTr- HĐQT-VHM

THE SOCIALIST REPUBLIC OF VIETNAM

Independence – Freedom – Happiness

Hanoi, 02 April 2024

PROPOSAL OF THE BOARD OF DIRECTORS

Re: Amendments and Supplements to the Company's Charter

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

The Board of Directors ("**BOD**") of Vinhomes Joint Stock Company ("**Company**") submits the proposal to amend and supplement the Company's Charter to the General Meeting of Shareholders ("**GMS**").

The proposed amendments and supplements to the Charter are outlined in Appendix I attached to this Proposal ("**Proposed Amendments**").

The BOD respectfully submits to the GMS for consideration and approval on the Company's Charter, comprising of the Proposed Amendments and any corresponding annexes to the Charter, as amended and supplemented from time to time. In addition to the Proposed Amendments, certain adjustments shall be made with the sentence structure, terminology, and abbreviations stipulated in the Charter to ensure consistency in the form but not affect the content of its provisions. Other unchanged provisions of the Charter remain in full force and effect.

The new Charter shall become effective upon approval by the GMS and shall replace the Charter issued on May 12, 2022, along with any previously issued annexes to the Charter.

Authorize the Chief Executive Officer, acting as the legal representative of the Company, to complete and issue the new Charter in accordance with provisions of law.

Upon issuance, the new Charter shall be published on the Company's website at the following link: <https://vinhomes.vn/en/ir>, under the Investor Relations/Corporate Profile section.

Respectfully submitting 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

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

No.	Related Provision	Current Provision	Proposed Amendment	Reason for Amendment
1.	Article 4	None	Supplementation of business lines	In accordance with the BOD's proposal to supplement business lines.
2.	Article 22.3	<p>The GMS's meeting invitation must contain name, head-office address and enterprise registration number; name and permanent address of the Shareholder, time and venue the GSM's meeting and other requirements for participants. Notice may be sent to Shareholders via registered mail to the Shareholder's address registered in the list of legitimate shareholders and posted on the Company's website at least twenty one (21) days prior to the date of the GMS meeting. The meeting materials enclosed with the GMS's meeting invitations will also be uploaded on the Company's website, including:</p> <p>(i) the meeting Agenda, documents to be used at the meeting and the draft resolutions for specific issue listed on the meeting agenda;</p> <p>(ii) the Voting form.</p> <p>The GSM's meeting invitation to be sent to Shareholders as stipulated in this Clause shall specify the address and downloading method</p>	<p>The GMS's meeting invitation is sent by electronic mail (email), and/or through delivery companies to the registered contact address of Shareholder and/or other appropriate channels... ensuring the Shareholders' reception. In the case the meeting invitation is sent via email, the recipient's email address is sourced from the records provided by the Vietnam Securities Depository and Clearing Corporation or the email address registered by the Shareholder with the Company.</p> <p>The delivery of the meeting invitation to all shareholders registered in the list of legitimate shareholders must be no later than twenty-one (21) days prior to the date of the GMS. The GMS information, meeting agenda and materials concerning matters to be voted upon during the meeting, will be delivered to Shareholders or/and posted on the Company's website. In the case the materials are not attached with the GMS's meeting invitation, the invitation must indicate the link to access all meeting documents, including:</p> <p>a) Meeting agenda and documents to be used at the meeting;</p> <p>b) List and detailed information of nominees in the event of the election of the Board of Directors and the Supervisory Board</p>	<p>Adding method of delivering GMS's meeting invitation to flexibly facilitate and adapt with administrative procedures, aligning with the integration of information technology in convening the Annual General Meeting of Shareholders.</p>

		of the meeting materials. The Company will send meeting materials to the Shareholders at the request of the Shareholders.	<p>members;</p> <p>c) Voting form;</p> <p>d) Draft Resolution for specific issue listed on the meeting agenda.</p>	
3.	Article 48	<p>The Seal</p> <p>a) The BOD shall decide the form, content, use and number of the seal of the Company from time to time and in accordance with the Law.</p> <p>b) The CEO of the Company shall be responsible for the safe custody and the use of the Seal in accordance with current provisions of the Law.</p>	<p>The Seal</p> <p>a) The seal includes seal produced at a seal engraving facility or seal in the form of digital signatures, as prescribed by the legislation on electronic transactions.</p> <p>b) The BOD shall decide the form, content, use and number of the seal of the Company from time to time and in accordance with the Law.</p> <p>c) The CEO of the Company shall be responsible for the safe custody and the use of the Seal in accordance with current provisions of the Law.</p>	<p>The addition of a digital signature form, given the widespread registration and adoption of this method across all businesses.</p>



No: 08/2024/TT-HĐQT-VHM



Hanoi, 02 April 2024

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

Respectfully submitted to: THE GENERAL MEETING OF SHAREHOLDERS

- Pursuant to the Law on Enterprise and its implementation guidance (“**Law on Enterprise**”);
- Pursuant to the Law on Securities and its implementation guidance (“**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 is required to 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 listing of public offering 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 the listing of the bonds issued via public offering by Vinhomes (hereinafter referred to as “**Bonds**”) to be 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 (“**VSDC**”) after completing the public offering of Bonds; 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 the BOD and allow the BOD to authorize the Chairperson of the BOD or the Chief Executive Officer, based on the actual situation, to duly decide and take responsibility for executing the requisite tasks and procedures 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



No: 2024/NQ-ĐHĐCĐ-VHM

Hanoi, ... April 2024

(Draft)

**RESOLUTION OF THE 2024 ANNUAL GENERAL MEETING OF
SHAREHOLDERS**

**VINHOMES JOINT STOCK COMPANY'S GENERAL MEETING OF
SHAREHOLDERS**

Pursuant to:

- *The Law on Enterprises dated June 17, 2020 and its implementation guidelines;*
- *The Law on Securities dated November 26, 2019 and its implementation guidelines;*
- *The Charter of Vinhomes Joint Stock Company (the “Company”);*
- *The 2024 Annual General Meeting of Shareholders (the “AGM”) meeting minutes dated 2024;*
- *The vote-counting minutes of the 2024 AGM dated 2024.*

RESOLVES:

Article 1. Approve the Report of the Board of Directors (the “BOD”) in 2023

Article 2. Approve the BOD’s proposal on 2023 business performance and 2024 business plan

Article 3. Approve the Report of the Supervisory Board in 2023

Article 4. Approve the 2023 audited Financial Statements

Article 5. Approve the Appropriation plan for the accumulated undistributed earnings by year-end 2023 in accordance with the BOD’s proposal

Article 6. Approve the Remuneration for the BOD and the Supervisory Board in 2024 in accordance with the BOD and the Supervisory Board’s proposal

Article 7. Approve the BOD’s proposal on the selection of independent audit firm in 2024

Article 8. Approve the adjustment of the Company’s business lines in accordance with the BOD’s proposal

Article 9. Approve the amendments and supplements to the Company’s Charter in accordance with the BOD’s proposal

Article 10. Approve the listing of public offering bonds in accordance with the BOD’s proposal

Article 11. Implementation of the Resolution.

This Resolution takes effect from the date of signing.

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

Recipients:

- *As per Article 11;*
- *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 consideration and approval at the AGM.