



No.: 231/2021/CV-TGD-VH



Hanoi, 15 August 2021

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

**To: The State Securities Commission
Ho Chi Minh 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 – Chief Executive Officer

Type of disclosure: 24-hour extraordinary as requested periodic

The content of information disclosure:

On 12 August 2021, on behalf of the General Meeting of Shareholders of Vinhomes Joint Stock Company, the Chairperson of the Board of Directors issued the Resolution approving matters within the General Meeting of Shareholders’ jurisdiction after obtaining written approval from the shareholders (Details can be found in the attached file).

This information is disclosed on the Company's website and can be found via: <https://vinhomes.vn/en>, under the Investor Relations section.

We hereby certify that the above information is true and correct and we are fully responsible before the law with regards to the information disclosed.

Attachment:

*The shareholders’ vote counting minutes
and the Resolution of the General
Meeting of Shareholders.*

**VINHOMES JOINT STOCK COMPANY
CHIEF EXECUTIVE OFFICER**

(signed)

PHAM THIEU HOA

Hanoi, 12 August 2021

**RESOLUTION OF THE GENERAL MEETING OF SHAREHOLDERS
VINHOMES JOINT STOCK COMPANY**

*(Re: To approve the step down of a current member and elect additional members
of the Supervisory Board for the term 2019 – 2023)*

GENERAL MEETING OF SHAREHOLDERS

- Pursuant to Law on Enterprises and its guiding documents;
- Pursuant to Charter of Vinhomes Joint Stock Company (the “Company”);
- Base on the Minutes of vote counting prepared by the Voting Counting Committee dated 12/08/2021.

RESOLVED TO:

Article 1: Approve the step - down of Mr. Pham Khoi Nguyen and Ms. Doan Thi Thu Mai from their current position as members of the supervisory Board according to their resignation letter.

Article 2: Approve the election regulations of additional members of the Supervisory Board for the term 2019 – 2023.

Article 3: Elect additional members of the Supervisory Board for the term 2019 – 2023 by method of cumulative voting with the following results.

No.	Name of additional member of Supervisory Board	Number of votes	Percentage (%)
1.	Ms. Pham Ngoc Lan	2,826,516,601	85.92
2.	Ms. Nguyen Le Van Quynh	2,826,516,601	85.92

Term of the additional members is the remaining term of the current Supervisory Board (2019 - 2023).

After electing additional members, Vinhomes’s Supervisory Board shall include:

1. Ms. Le Thi Duyen – Member of the Supervisory Board
2. Ms. Pham Ngoc Lan – Member of the Supervisory Board
3. Ms. Nguyen Le Van Quynh – Member of the Supervisory Board

Article 4: Effectiveness

This Resolution takes effect from the date of signing.

The members of Board of Directors, Management and Head of related departments of Vinhomes are responsible for the implementation of this Resolution.

Recipients:

- As per Article 4;
- Vinhomes’s archives.

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

(Signed)

NGUYEN DIEU LINH



Hanoi, 30 July 2021

**REGULATION ON THE ELECTION OF ADDITIONAL MEMBER
OF THE SUPERVISORY BOARD**

(for the election of additional members of the Supervisory board of Vinhomes
by collecting solicitation of shareholders' written opinion)

The General Meeting of Shareholders ("GMS") of Vinhomes Joint Stock Company ("Vinhomes") implements the election of additional members of the Supervisory board ("SB") by collecting solicitation of shareholders' written opinion according to the following regulations:

Article 1: Principles and subjects of election:

1. Principles for election:
 - a) Voting in accordance with the law, Vinhomes's Charter, and this Regulation to ensure the democracy and legitimate interests of all shareholders
 - b) Voting by solicitation of shareholders' written opinion with the method of cumulative voting
2. Subjects eligible to vote are shareholders owning voting shares according to the list of shareholders as of 28 July 2021 provided by the Vietnam Securities Depository (VSD).

Article 2: Quantity and criteria of SB members to be elected:

1. Number of additional SB members to be elected: 02 members
2. Criteria and requirements for the additional SB members:
Candidates must meet the criteria and requirements as prescribed in Clause 1, Article 169 of the Law on Enterprise.

Article 3: Method of election:

1. The election of SB members shall be conducted by the method of cumulative voting whereby each shareholder has the total number of votes corresponding to the total number of voting shares owned/represented.
2. Shareholders may cumulate wholly or partly their votes to the candidate provided that their votes do not exceed the total number of eligible votes.

Example:

- Shareholders owning 100 common shares have a total of 100 votes to put in column 3.
- Shareholders can put all 100 votes or a certain number of votes (example: 50 or 60 or 70 votes) for a candidate so that number of votes is not exceed 100 votes.

Article 4: Form of conducting the election:

1. Election ballot

Each shareholder receives a ballot from Vinhomes to vote for the additional SB members ("Election Ballot"). Each Election Ballot states full name of the shareholder, address, contact number (if any), shareholder code, number of votes corresponding to the number of shares owned, and name of the candidate being nominated to the SB.

2. Regulations on the Election Ballot

- 2.1. A valid Election Ballot:
 - a) Issued by Vinhomes
 - b) Signed by the Chairperson of the BOD and/or with Vinhomes's round seal

- c) Signed by the shareholder/representative of the shareholder
 - d) Not torn, erased, corrected
- 2.2. Invalid Election Ballot:
- a) Not issued by Vinhomes
 - b) Not signed by the Chairperson of the BOD and/or without Vinhomes's round seal
 - c) Torn, struck through, erased, corrected, or added the names of candidates who are not on the list of the nominees
 - d) Not signed by the shareholder/representative of the shareholder
 - e) Added more information and symbols
 - f) Having the total number of votes for candidate in excess of the total number of eligible votes.

Invalid Election Ballots are not included in the vote counting results.

2.3. Election method

The Election Ballot stated “**Number of eligible votes**” of the shareholders.

- Shareholders may cumulate wholly or partly their votes by inserting to column “**Number of votes**” so that number of votes is not more than total number of eligible votes
- Shareholder signs and state full name (in the case of individual shareholder) or the legal representative signs and state full name (in the case of institutional shareholder)

3. Principle of submitting the Election Ballot

- a) Shareholders may return the filled-in Election Ballot to Vinhomes’s address and/or recipients according to the deadline specified on the Election Ballot by fax, email, post or by other means.
- b) Shareholders who do not return Election Ballots to Vinhomes shall be considered not participating in voting.

4. Regulations on vote counting

- a) The BOD and the Management shall organize the Election Ballot counting. The Vote Counting Committee consists of the BOD’s Chairperson (for and on behalf of the BOD), Chief Executive Officer, Head of the Supervisory board to supervise the counting of votes and 01 secretary to perform the vote counting according to the following regulations:

- Checking the validity of the Election Ballot;
- Check each Election Ballot and the secretary to record the result of vote counting;
- To seal the entire Election Ballot after completing the vote counting and archiving according to the regulations.

- b) Prepare the Minutes of vote counting:

- The secretary is responsible for preparing the Minutes of vote counting
- The Minutes of vote counting shall include the following contents:
 - + Time and venue for conducting the counting of votes.
 - + The total number of Election Ballots sent to shareholders.
 - + The number of Election Ballots returned to Vinhomes.
 - + The number of Election Ballots not returned to Vinhomes.
 - + Number and percentage of valid Election Ballots.
 - + Number and percentage of invalid Election Ballots.

- + Number and percentage of votes for the candidate of additional SB member.
- + Signatures of members of Vote Counting Committee

Article 5. Principles of selecting SB members

Candidate who are elected to be SB member must have the number of valid votes that are greater than 50% of total number of eligible votes.

Article 6. Announcement on the results of the election of additional SB members

Result of election of additional SB members shall be stipulated in the GMS's Resolution and disclosed in accordance with the regulations and posted on Vinhomes's website together with the Minutes of vote counting.

Article 7. Validity of the Regulation

This Regulation consists of 3 (three) pages, 7 (seven) articles, attached to the Election Ballot sent to shareholders for approval and is a basis for the election of additional SB members for the term 2019 - 2023 by collecting shareholders' written opinion with the method of cumulative voting.

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

(Signed)

NGUYEN DIEU LINH

**RESOLUTION OF THE GENERAL MEETING OF SHAREHOLDERS
VINHOMES JOINT STOCK COMPANY**

(Re: Approve the adjusted dividend payment plan from cumulative undistributed earnings as of 31 December 2020)

GENERAL MEETING OF SHAREHOLDERS

- Pursuant to the Law on Enterprises and its guiding documents;
- Pursuant to Charter of Vinhomes Joint Stock Company (the “**Company**”);
- Base on the Minutes of vote counting prepared by the Voting Counting Committee dated 12/08/2021.

RESOLVED TO:

Article 1. Approve the adjusted dividend plan from cumulative undistributed earnings as of 31 December 2020

General Meeting of Shareholders approves the adjusted dividend plan from cumulative undistributed earnings as of 31 December 2020 of the Company, as follows:

- Ratio of dividend payment from profit after tax as at the end of 2020: 45% of charter capital.
- Payment method: 15% in cash and 30% in shares.
- Expected timing of distribution: 3rd or 4th Quarter of 2021.
- Shares issued from dividend payment in 2020 shall be listed immediately after issuance.

Article 2. Implementation

The BOD, based on actual situation, to organize and execute, including but not limited to the following tasks:

- Decide on the detailed dividend payment plan, including the treatment of fractional shares (if any);
- Revise the dividend payment plan, including the amount of cash to be paid and shares to be issued as dividend payment appropriate with the number of shares in circulation at the time of issuance;
- Complete all necessary procedures in relation to dividend payment according to the law and charter of Vinhomes, ensuring the shareholders’ interests;
- Choose the time and method for the distribution of share dividends to existing shareholders;
- Complete all necessary procedures to increase charter capital and revise the charter according to the result of the issuance;
- Decide and implement all procedures to register with the VSD and list on the HOSE the additional shares.

Article 3. Effectiveness

This Resolution takes effect from the date of signing.

The members of Board of Directors, Management and Head of related departments of Vinhomes are responsible for the implementation of this Resolution.

Recipients:

- *As per Article 3;*
- *Vinhomes's archives.*

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

(Signed)

NGUYEN DIEU LINH

No.: 04/2021/NQ-DHDCD-VH

Hanoi, 12 August 2021

**RESOLUTION OF THE GENERAL MEETING OF SHAREHOLDERS
VINHOMES JOINT STOCK COMPANY**
(Re: Approve the public listing of the bonds of Vinhomes)

GENERAL MEETING OF SHAREHOLDERS

- Pursuant to the Law on Enterprise and implementation guidelines;
- Pursuant to the Charter of Vinhomes Joint Stock Company (the “Company”);
- Pursuant to the Vote counting minutes dated 12/08/2021.

RESOLVES TO:

Article 1. Approve the public listing of the bonds of Vinhomes

The General Meeting of Shareholders approves the public listing of the bonds of Vinhomes, specifically:

1. Approve the registration of the Bonds to be offered by the Company to the public (“**Bonds**”) at the Vietnam Securities Depository or Vietnam Securities Depository and Clearing Corporation (as the case may be) (“**VSD**”) after completing the issuance of Bonds according to the approved plan, the law and the Company charter;
2. Approve the listing of the Bonds on the Hanoi Stock Exchange in accordance with the law (“**Hanoi Stock Exchange**”).

Article 2. Implementation

To assign the Board of Directors and allow the Board of Directors to authorize the Chairperson or the Chief Executive Officer, pursuant to actual circumstances, the full authority to decide and be responsible for the organization and implementation of necessary tasks and procedures in order to successfully register and list the Bonds at VSD and the Hanoi Stock Exchange.

Article 3. Effectiveness

This resolution takes effect from the date of signing.

The members of the Board of Directors, Management and related Departments of the Company are responsible for implementing this Resolution.

To:

- *As per Article 3;*
- *The Company archives.*

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

(Signed)

NGUYEN DIEU LINH

SHAREHOLDERS VOTE COUNTING MINUTES

VINHOMES JOINT STOCK COMPANY

(By solicitation of written opinions)

VINHOMES JOINT STOCK COMPANY

Head office's address: Symphony Office Tower, Chu Huy Man Street, Vinhomes Riverside Eco-Urban Area, Phuc Loi Ward, Long Bien District, Hanoi, Vietnam.

Enterprise Registration Certificate No.: 0102671977 first issued on 06 March 2008 by the Business Registration Office – Hanoi Authority of Planning and Investment.

Today, at 14:00 on August 12, 2021, at the office of Vinhomes Joint Stock Company (“**Vinhomes**”), the Board of Directors (“**BOD**”) organizes the counting of shareholders’ written opinions. The Vote Counting Committee consists of following members:

1. Ms. Nguyen Dieu Linh – Chairperson of the BOD for and on behalf of the BOD;
2. Mr. Pham Thieu Hoa – Chief Executive Officer, legal representative;
3. Ms. Le Thi Duyen – Member of the Supervisory Board – Vote counting supervisor;
4. Ms. Nguyen Thi Thu Hang – Secretary in charge of vote counting and drafting of Minutes.

The Vote Counting Committee members are jointly counting vote cast by the shareholders in the form of written opinions as follows:

I. The purpose of and matters to be solicited through written opinions

The Chairperson of the BOD, on behalf of the BOD, organized a solicitation to collect written opinions from the shareholders in order to approve the following matters:

- Approve the step-down of Mr. Pham Khoi Nguyen and Ms. Doan Thi Thu Mai from their positions as members of the Supervisory Board (“**SB**”);
- Approve the regulations on the election of additional members to the SB;
- Approve the election of additional members to the SB;
- Approve the adjusted dividend payment plan from cumulative undistributed earnings as of 31 December 2020;
- Approve the listing of public offering bonds;
- Approve the implementation.

II. General Information:

- Charter capital of Vinhomes: VND 33,495,139,180,000
- The total number of shares of Vinhomes: 3,349,513,918 shares, in which
 - Number of ordinary shares: 3,349,513,918 shares
 - Number of preferred shares: 0 shares
- The total number of shares with voting rights: 3,289,513,918 shares, accounting for 100% of total voting rights.
- Treasury shares: 60,000,000 shares, accounting for 0% of total voting rights.

- Total number of the shareholders with voting rights: 15,816 shareholders, accounting for 100% of total votes in accordance with the Company's shareholders registrar provided by the Vietnam Securities Depository on July 28, 2021.

III. Vote counting results:

1. Total number of written ballots sent to the shareholders: 15,816 ballots, representing 3,289,513,918 shares, corresponding to 3,289,513,918 votes, accounting for 100% of total voting rights.
2. Number of written ballots submitted by the shareholders: 85 ballots, representing 2,826,669,701 shares, accounting for 85.93% of total voting rights, in which:
 - Number of valid written ballots: 85 ballots, representing 2,826,669,701 shares.
 - Number of invalid written ballots: 0 ballots, representing 0 shares.
3. Number of written ballots not submitted by the shareholders: 15,731 ballots, representing 462,844,217 shares, accounting for 14.07% of total voting rights.

IV. The voting result of each solicited matter:

1. **Approve the step-down of Mr. Pham Khoi Nguyen and Ms. Doan Thi Thu Mai from their positions as members of the Supervisory Board in accordance with the Proposal of the Supervisory Board and the draft Resolution of the General Meeting of Shareholders attached to the ballot**

No.	Type of vote	Number of votes	Number of shares owned/represented	Ratio/Total number of voting shares (%)
1	Approve	83	2,825,910,421	85.91
2	Disapprove	0	0	0
3	Abstain	2	759,280	0.02
	Total	85	2,826,669,701	85.93

2. **Approve the regulations on the election of additional members to the Supervisory Board**

No.	Type of vote	Number of votes	Number of shares owned/represented	Ratio/Total number of voting shares (%)
1	Approve	85	2,826,669,701	85.93
2	Disapprove	0	0	0
3	Abstain	0	0	0
	Total	85	2,826,669,701	85.93

3. **Approve the adjusted dividend payment plan from cumulative undistributed earnings as of 31 December 2020 in accordance with the Proposal of the Board of Directors and the draft Resolution of the General Meeting of Shareholders attached to the ballot**

No.	Type of vote	Number of votes	Number of shares owned/represented	Ratio/Total number of voting shares (%)
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1	Approve	85	2,826,669,701	85.93
2	Disapprove	0	0	0
3	Abstain	0	0	0
	Total	85	2,826,669,701	85.93

4. **Approve the listing of public offering bonds in accordance with the Proposal of the Board of Directors and the draft Resolution of the General Meeting of Shareholders attached to the ballot**

No.	Type of vote	Number of votes	Number of shares owned/represented	Ratio/Total number of voting shares (%)
1	Approve	85	2,826,669,701	85.93
2	Disapprove	0	0	0
3	Abstain	0	0	0
	Total	85	2,826,669,701	85.93

5. **Approve the implementation in accordance with the Proposal of the Board of Directors and the draft Resolution of the General Meeting of Shareholders, attached to the ballot**

No.	Type of vote	Number of votes	Number of shares owned/represented	Ratio/Total number of voting shares (%)
1	Approve	85	2,826,669,701	85.93
2	Disapprove	0	0	0
3	Abstain	0	0	0
	Total	85	2,826,669,701	85.93

V. **Result of the election of additional members to the SB**

Result of the election of additional members to the SB

No.	Name of the additionally elected SB member	Number of votes	Ratio (%)
1	Ms. Pham Ngoc Lan	2,826,516,601	85.92
2	Ms. Nguyen Le Van Quynh	2,826,516,601	85.92

VI. **The approved Resolutions:**

1. **Approve the step-down of Mr. Pham Khoi Nguyen and Ms. Doan Thi Thu Mai from their positions as members of the Supervisory Board**

This resolution has been approved with 85.91% of the total votes in favor and shall take effect immediately.

2. **Approve the regulations on the election of additional member to the Supervisory Board**

This resolution has been approved with 85.93% of the total votes in favor and shall take effect immediately.

3. **Approve the adjusted dividend payment plan from cumulative undistributed earnings as of 31 December 2020**

This resolution has been approved with 85.93% of the total votes in favor and shall take effect immediately.

4. Approve the listing of public offering bonds

This resolution has been approved with 85.93% of the total votes in favor and shall take effect immediately.

5. Approve the implementation

This resolution has been approved with 85.93% of the total votes in favor and shall take effect immediately.

6. Election of additional members to the Supervisory Board

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

No.	Name of the additionally elected SB member	Ratio (%)
1	Ms. Pham Ngoc Lan	85.92
2	Ms. Nguyen Le Van Quynh	85.92

The vote counting is completed on the same day.

All members of the Vote Counting Committee 100% agreed on the contents of the minutes, and are jointly responsible for the accuracy and truthfulness of the vote counting minutes and have signed below./.

**FOR BEHALF OF THE BOARD OF
DIRECTORS**

**Chairperson of the Board of Director –
Chairperson of the Vote Counting Committee**

(signed)

NGUYEN DIEU LINH

Member of the Supervisory Board

(signed)

LE THI DUYEN

**Chief Executive Officer –
Legal representative**

(signed)

PHAM THIEU HOA

Vote Counting Secretary

(signed)

NGUYEN THI THU HANG