

No: 01../2025/BB-DHDCCD-NDN

Da Nang, April 19th, 2025

MINUTES
ANNUAL GENERAL MEETING OF SHAREHOLDERS 2024
DA NANG HOUSING INVESTMENT DEVELOPMENT JSC

I. Time and Venue of the Meeting:

- Time: 08:30 AM, April 19th, 2025;
- Venue: 3rd Floor Hall – Haian Riverfront Hotel, 182 Bach Dang Street, Hai Chau District, Da Nang City.

II. Participants and Legality, Validity of the Meeting:

1. Participants:

- Members of the Board of Directors (BOD), the Board of Supervisors (BOS), and Executive Board of the Company;
- Shareholders of the Company.

2. Legality and Validity of the Meeting:

Pursuant to the Verification Minutes of Shareholder Eligibility to attend the Annual General Meeting of Shareholders 2025, Mrs. Duong Thi Thanh Hai - Head of the Shareholder Eligibility Verification Committee announced as follows:

No.	Shareholder	Number of Shareholders	Number of Voting Shares	Percentage (%)
1	Total number of shareholders eligible to attend the Meeting according to the shareholder list as of 17/03/2025	6.266	71,657,936	100%
2	Number of shareholders and authorized representatives present at the Meeting	41	37,765,973	52.7%

The Annual General Meeting of Shareholders 2025 of Da Nang Housing Investment Development Joint Stock Company on 19/04/2025 represents 37,765,973 shares / 71,657,936 shares, accounting for 52.7 % of the total voting shares of the Company, which is legal and valid.

III. Meeting Agenda:

1. The Organizing Committee presented the following:

- a. Report on the Meeting Agenda and the Meeting Regulations.



Voting results:

Agree: 100%

- Disagree: 0 %

- No opinion: 0 %

b. Introduce the members of the Presidium, Secretariat, and Counting Committee:

* Presidium:

1. Mr. : Luong Thanh Viên Chairman of the BOD, Chairman of the Meeting
2. Mr. : Nguyen Quang Minh Khoa Vice Chairman of the BOD, Member
3. Mr. : Nguyen Quang Minh Khanh Member of the BOD, Member

* Secretariat:

1. Ms. : Hoang Yen Ninh Head
2. Ms. : Phan Thi My Linh Member

* Counting Committee:

1. Ms.: Cao Thi Thien Head
2. Ms.: Pham Thi Thanh Thuy Member
3. Ms.: Ho Thi Tuong Vy Member

Voting results:

Agree: 100 %

- Disagree: 0 %

- No opinion: 0 %

2. Mr. Nguyen Quang Minh Khoa – General Director of the Company presented the 2024 Business Performance Report (attached report)

Unit: million VND

No.	Target	Plan 2024	Actual 2024	Achievement Rate
1	Total Revenue	74,706	90,832	122%
	<i>Including:</i>			
	<i>Real Estate Business</i>	<i>10,000</i>	<i>38,739</i>	<i>387%</i>
	<i>Service Provision</i>	<i>13,331</i>	<i>16,878</i>	<i>127%</i>
	<i>Financial Income</i>	<i>51,375</i>	<i>35,215</i>	<i>69%</i>
2	Expenses	13,692	48,861	357%
3	Remuneration of BOD, BOS, Secretariat	498	498	100%
4	Profit After Tax	61,014	36,171	59%

Voting results:

Agree: 100 %

- Disagree: 0 %

- No opinion: 0 %

3. Mrs. Dao Thi Phuoc - Head of the Supervisory Board reported on the Supervisory Board's activities in 2024 (attached report)

Unit: million VND

TARGET	Closing Balance	Opening Balance
A. Current Assets	1,011,446	1,082,956
B. Non-Current Assets	266,350	242,247
Total Assets	1,277,797	1,325,203
C. Liabilities	189,031	272,458
D. Owner's Equity	1,088,766	1,052,745

Total Capital Sources	1,277,797	1,325,203
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Voting results:

Agree: 100 % - Disagree: 0 % - No opinion: 0 %

4. Mr. Luong Thanh Vien – Chairman of the Board of Directors reported on the activities of the Board of Directors in 2024 and the business plan for 2025, as well as the remuneration plan for the BOD and the BOS in 2025 (attached report)

- Business Plan Targets for 2025:

Unit: million VND

No.	Target	Plan 2025
1	Charter Capital	716,579
2	Total Revenue	61,588
3	Total Expenses	17,282
4	Profit After Tax	44,306

- Remuneration Plan for the BOD and Supervisory Board in 2025:

Unit: VND

No.	Content	Remuneration Plan for 2025
1	Chairman of the BOD	10,000,000 VND/ month
2	Vice Chairman of the BOD	7,000,000 VND/month
3	Members of the BOD (3 members)	5,000,000 VND/person/month
4	Head of the BOS	4,000,000 VND/ month
5	Members of the BOS (2 members)	2,000,000 VND/person/month
6	Secretary cum Corporate Governance Officer	3,000,000 VND/ month

Voting results:

Agree: 100 % - Disagree: 0 % - No opinion: 0 %

5. Mr. Nguyen Quang Minh Khanh – Member of the BOD read the Election Regulations for Members of the BOD and Supervisory Board for the term of 2025-2030 and the Proposal of the List of Candidates

The General Meeting of Shareholders approved the Election Regulations for Members of the Board of Directors and Supervisory Board for the term of 2025 – 2030 and the List of Candidates for BOD Members and Supervisory Board Members:

List of Candidates for the Board of Directors:

1. Mr./ Ms. Luong Thanh Vien
2. Mr/ Ms. Tuong Thanh Tien
3. Mr./ Ms. Nguyen Quang Minh Khoa
4. Mr./ Ms. Nguyen Quang Minh Khanh
5. Mr./ Ms. Vo Ngoc Khang
6. Mr./ Ms. Nguyen Ngoc Quang

List of Candidates for the Supervisory Board:

1. Mr./ Ms. Dao Thi Phuoc

2. Mr./ Ms. Le Thi Anh Truc
3. Mr./ Ms. Ho Thi Tra Huong
4. Mr./ Ms. Nguyen Dinh Minh Huy

Voting results:

Agree: 100 % - Disagree: 0 % - No opinion: 0 %

The AGM conduct election.

6. Ms. Ho Thi Tuong Vy – Member of the Counting Committee announced the election results for the Board of Directors and Supervisory Board for the term of 2025 - 2030:

6.1. Vote Counting Results:

The Board of Directors:

No.	Full Name	Total Votes Received	Percentage %
1	Mr./ Ms. Luong Thanh Vien	54,222,680	28.72%
2	Mr./ Ms. Tuong Thanh Tien	9,305,210	4.93%
3	Mr./ Ms. Nguyen Quang Minh Khoa	39,912,035	21.14%
4	Mr./ Ms. Nguyen Quang Minh Khanh	39,888,260	21.12%
5	Mr./ Ms. Nguyen Ngoc Quang	23,389,185	12.39%
6	Mr./ Ms. Vo Ngoc Khang	22,019,950	11.66%

The Board of Supervisors:

No.	Full Name	Total Votes Received	Percentage %
1	Mr./ Ms. Dao Thi Phuoc	33,741,157	29.78%
2	Mr./ Ms. Ho Thi Tra Huong	24,612	0.02%
3	Mr./ Ms. Nguyen Dinh Minh Huy	46,975,990	41.46%
4	Mr./ Ms. Le Thi Anh Truc	32,502,133	28.69%

6.2. Election Results::

List of Elected Members of the Board of Directors for the term of 2025 - 2030:

1. Mr./ Ms. Luong Thanh Vien
2. Mr./ Ms. Nguyen Quang Minh Khoa
3. Mr./ Ms. Nguyen Quang Minh Khanh
4. Mr./ Ms. Vo Ngoc Khang
5. Mr./ Ms. Nguyen Ngoc Quang

List of Elected Members of the Supervisory Board for the term 2025 - 2030:

1. Mr./ Ms. Dao Thi Phuoc
2. Mr./ Ms. Nguyen Dinh Minh Huy

3. Mr./ Ms. Le Thi Anh Truc

The newly elected Board of Directors and Supervisory Board made first appearance to the General Meeting.

7. Mr. Vo Ngoc Khang – Member of the BOD presented to the General Meeting the approval of the 2024 Audited Financial Statements and the 2024 Profit Distribution Plan (attached report)

Unit: million VND

No.	Target	Actual 2024
1	Charter Capital	716,579
2	Profit After Tax in 2024	36,171
3	Profit After Tax / Charter Capital Ratio in 2024	5.05%
4	Total Accumulated Undistributed Profit After Tax up to 2024	354,865
5	Profit Distribution 2024	
	a. Allocate 0.5% of Profit After Tax to the Bonus Fund	181
	b. Allocate 0.5% of Profit After Tax to the Welfare Fund	181
	c. Pay 2024 Dividends in Cash (Rate: 5%)	35,829

Voting results:

Agree: 100 % - Disagree: 0 % - No opinion: 0 %

8 . Mr. Vo Ngoc Khang – Member of the BOD read the Proposal on selecting the Audit Company for 2025

The General Meeting of Shareholders authorizes the Board of Directors to select an Audit Firm with the following criteria: an Audit company with extensive experience in construction and real estate activities and approved by the State Securities Commission to audit the financial statements in 2025.

Voting results:

Agree: 100 % - Disagree: 0 % - No opinion: 0%

9. Mr. Nguyễn Ngọc Quang - Member of the BOD read the Proposal on amending the Internal Regulations on Corporate Governance

Voting results:

Agree: 100 % - Disagree: 0 % - No opinion: 0 %

The General Meeting discussed.

Shareholders' opinions and responses from the Presidium.

10. Ms. Hoàng Yến Ninh – Head of the Secretariat read the Minutes and the Resolution of the General Meeting:

Voting results:

Agree: 100 % - Disagree: 0 % - No opinion: 0 %

The 2025 Annual General Meeting of Shareholders ended at 11:30 AM on the same day. The Minutes of the meeting were prepared in 01 copy and duly approved at the General Meeting.

THE SECRETARIAT

Head



Hoang Yen Ninh

**OBO THE GENERAL MEETING OF
SHAREHOLDERS**

Chairman



Luong Thanh Vien





RESOLUTION
ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025

- Pursuant to the Charter of Da Nang Housing Investment Development JSC
- Pursuant to the Minutes and voting results of the 2025 Annual General Meeting of Shareholders of Da Nang Housing Investment Development Joint Stock Company held on April 19th, 2025, with 41 attending shareholders (and authorized representatives), representing 37,765,973 voting shares and accounting for 52.7% of the total 71,657,936 voting shares.

GENERAL MEETING OF SHAREHOLDERS
DA NANG HOUSING INVESTMENT DEVELOPMENT JSC
RESOLVES:

Article 1. Approve the Reports of the Executive Board, the Board of Supervisors, and Board of Directors on the 2024 results, the 2025 business plan, and the 2025 remuneration plan for the BOD and Supervisory Board with the following details:

1. Business Performance Report 2024:

Unit: million VND

No.	Target	Plan 2024	Actual 2024	Completion Rate
1	Total Revenue	74,706	90,832	122%
	<i>Including:</i>			
	<i>Real Estate Business</i>	10,000	38,739	387%
	<i>Service Provision</i>	13,331	16,878	127%
	<i>Financial Income</i>	51,375	35,215	69%
2	Expenses	13,692	48,861	357%
3	Remuneration of BOD, BOS, Secretariat	498	498	100%
4	Profit After Tax	61,014	36,171	59%

2. Business Plan Targets for 2025:

Unit: million VND

No.	Target	Plan 2025
1	Charter Capital	716,579
2	Total Revenue	61,588
3	Total Expenses	17,282
4	Profit After Tax	44,306

3. Remuneration Plan for the BOD and Supervisory Board in 2025:

Unit: VND

No.	Content	Remuneration Plan for 2025
1	Chairman of the BOD	10,000,000 VND/ month
2	Vice Chairman of the BOD	7,000,000 VND/month
3	Members of the BOD (3 members)	5,000,000 VND/person/month
4	Head of the BOS	4,000,000 VND/ month
5	Members of the BOS (2 members)	2,000,000 VND/person/month
6	Secretary cum Corporate Governance Officer	3,000,000 VND/ month

Article 2. Approve the Election Results of the Members of the Board of Directors and the Board of Supervisors for the term of 2025-2030

The Board of Directors

1. Mr./ Ms Luong Thanh Vien
2. Mr./ Ms Nguyen Quang Minh Khoa
3. Mr./ Ms Nguyen Quang Minh Khanh
4. Mr./ Ms. Vo Ngoc Khang
5. Mr./ Ms. Nguyen Ngoc Quang

The Board of Supervisors

1. Mr./ Ms. Dao Thi Phuoc
2. Mr./ Ms. Nguyen Dinh Minh Huy
3. Mr./ Ms. Le Thi Anh Truc

Article 3. Approve the audited financial statements for 2024 and the profit distribution plan for 2024:

Unit: million VND

No.	Target	Actual 2024
1	Charter Capital	716,579
2	Profit After Tax in 2024	36,171
3	Profit After Tax / Charter Capital Ratio in 2024	5.05%
4	Total Accumulated Undistributed Profit After Tax up to 2024	354,865
5	Profit Distribution 2024	
	a. Allocate 0.5% of Profit After Tax to the Bonus Fund	181
	b. Allocate 0.5% of Profit After Tax to the Welfare Fund	181
	c. Pay 2024 Dividends in Cash (Rate: 5%)	35,829

Article 4. Approve the authorization for the Board of Directors to select an Auditing Company with the criteria: an auditing company with extensive experience in construction and real estate activities and approved by the State Securities Commission to audit listed organizations, to conduct the audit of the 2025 Financial Statements.

Article 5. Approve the amendments of the Company's internal corporate governance regulations

Article 6. Implementation provisions:

The Resolution of the 2025 Annual General Meeting of Shareholders of Da Nang Housing Investment Development Joint Stock Company is unanimously approved in full at the meeting and takes effect from April 19th, 2025.

All shareholders, members of the Board of Directors, Supervisory Board, and Executive Board of the Company are responsible for implementing this Resolution ./.

Recipients:

- As stated in Article 6;
- Filed at Office Archives,
Secretary - NDN.

CHAIRMAN



Lương Thanh Viên





DA NANG HOUSING INVESTMENT DEVELOPMENT JOINT STOCK COMPANY - NDN

Address: 38 Nguyễn Chí Thanh, Hải Châu District, Da Nang City
Email: info@ndn.com.vn Website: www.ndn.com.vn

MEETING REGULATIONS OF THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS DA NANG HOUSING INVESTMENT DEVELOPMENT JSC

Pursuant to the Charter of Da Nang Housing Investment Development Joint Stock Company, The Organizing Committee respectfully submits to the General Meeting the contents of the Meeting Regulations for the 2025 Annual General Meeting of Shareholders, as follows:

CHAPTER I GENERAL PROVISIONS

Article 1: Scope and applicable entities:

1. These Regulations apply to the organization of the 2025 Annual General Meeting of Shareholders (hereinafter referred to as the "General Meeting") of Da Nang Housing Development Investment Joint Stock Company.
2. These Regulations specifically define the rights and obligations of shareholders and participants in the General Meeting, as well as the conditions and procedures for conducting the General Meeting.
3. Shareholders and participants are responsible for complying with the provisions set forth in these Regulations.

Article 2: Conditions for Attending the General Meeting

Shareholders whose names appear on the list of shareholders as of the record date for the right to attend the General Meeting have the right to attend the General Meeting in person or authorize another person to attend on their behalf.

CHAPTER II RIGHTS AND OBLIGATIONS OF SHAREHOLDERS AND PARTICIPANTS IN THE GENERAL MEETING

Article 3: Rights and Obligations of Shareholders or Authorized Representatives

1. Shareholders or authorized representatives have the right to attend the General Meeting and vote on all matters of the General Meeting in accordance with the Enterprise Law and relevant legal documents.
2. At the General Meeting, each shareholder or authorized representative must bring their ID card/Citizen Identification Card (or other valid identification documents), Invitation Letter, and Authorization form (if applicable) to submit to the Shareholder Eligibility Verification Committee and receive a Voting Ballot.
3. The voting value of the Voting Ballot corresponds to the percentage of voting shares owned or represented by the registered attendee in relation to the total number of voting shares present at the General Meeting.

4. Shareholders or authorized representatives arriving late at the General Meeting have the right to register immediately, then participate and vote. The Chairman is not required to pause the meeting, and the validity of completed voting rounds will not be affected.

5. Comply with the Chairman's direction and respect the outcomes of the General Meeting.

Article 4: Rights and Obligations of the Shareholder Eligibility Verification Committee

The Shareholder Eligibility Verification Committee consists of one Head and one member as nominated by the Organizing Committee. The committee is responsible for verifying the eligibility of shareholders or their authorized representatives attending the meeting. This includes checking ID cards/Citizen Identification Cards (or other valid identification documents), Invitation Letters, and Authorization form (if applicable). The committee must distribute Voting Ballots to shareholders or their authorized representatives and report the verification result to the General Meeting.

Article 5: Rights and Obligations of the Counting Committee

1. The Counting Committee consists of one Head and two members nominated by the Organizing Committee and is approved before the General Meeting.

2. The Counting Committee must report the counting results to the General Meeting.

Article 6: Rights and Obligations of the Presidium and the Secretariat

1. The Presidium consists of one Chairperson and two members, elected by the General Meeting, and is responsible for directing the meeting.

2. The Presidium's decisions on matters of order, procedure, or unforeseen events outside the meeting agenda shall be final and binding.

3. The Presidium shall undertake necessary actions to conduct the meeting in a lawful and orderly manner or to ensure that the meeting reflects the majority's will.

4. Without requiring approval from the General Meeting, the Presidium may, at any time, postpone the meeting to another time (in accordance with the Enterprise Law and the approved Charter) and to another location as determined by the Presidium if it deems that:

a. The conduct of attendees disrupts or is likely to disrupt the orderly proceedings of the meeting;

b. The postponement is necessary for the meeting's agenda to be followed properly.

5. The Secretariat consists of two members, responsible for preparing the Minutes and Resolutions of the General Meeting of Shareholders and is elected by the General Meeting.

CHAPTER III THE GENERAL MEETING PROCEDURES

Article 7: Conditions for Holding the General Meeting

The first General Meeting of Shareholders shall be conducted when the attending shareholders represent **more than 50%** of the total voting shares, according to the list of shareholders at the record time for the right to attend the General Meeting.

If the required number of shareholders is not met, within 30 (thirty) minutes from the scheduled opening time of the meeting, the Organizing Committee shall cancel the meeting. The second General Meeting of Shareholders shall be conducted when the attending shareholders represent **at least 33%** of the total voting shares.

Article 8: Method of Conducting the General Meeting

1. The General Meeting is expected to take place within half a day.

2. The General Meeting shall sequentially discuss and approve the items stated in the General Meeting of Shareholders' agenda.

Article 9: Approval of Resolutions at the General Meeting of Shareholders

1. Resolutions at the General Meeting must be approved by shareholders representing more than 50% of the total voting shares of shareholders entitled to vote, either attending in person or through an Authorization form, unless otherwise specified in Clauses 2 and 3 of this Article.

2. Resolutions of the General Meeting of Shareholders related to the following matters shall be approved if they receive the consent of shareholders representing at least 65% of the total voting shares of shareholders entitled to vote, either attending in person or through an Authorization form:

- a. The type and number of shares to be issued;
- b. Changes in the company's business sectors and activities;
- c. Corporate restructuring or dissolution;
- d. Investment projects or asset sales valued at 50% or more of the company's total asset value as recorded in the latest financial statements.

3. The election or replacement of members of the Board of Directors and Supervisory Board shall be conducted using the cumulative voting method. Accordingly, each shareholder shall have a total number of votes equal to the number of shares they own multiplied by the number of members to be elected to the Board of Directors or the Supervisory Board. Shareholders may allocate all or part of their total votes to one or multiple candidates. Candidates elected to the Board of Directors or Supervisory Board shall be determined based on the highest number of votes, starting from the candidate with the most votes coming down until the required number of members specified in the company's Charter is reached. In case two or more candidates receive the same number of votes for the final position on the Board of Directors or Supervisory Board, a re-election shall be conducted among those candidates.

4. Resolutions of the General Meeting of Shareholders that are approved by 100% of the total voting shares shall be considered lawful and effective, even if the procedures and formalities for passing such resolutions were not fully complied with as prescribed.

Article 10: Minutes of the General Meeting of Shareholders

All matters discussed at the General Meeting must be recorded in the Minutes Book by the Secretariat. The minutes shall be read and approved before the closing of the meeting and shall be archived in the Minutes Book as prescribed.

CHAPTER IV OTHER PROVISIONS

Article 11: In case the General Meeting is Not Successfully Held

1. If the first General Meeting does not meet the conditions for proceeding as stipulated in Article 7 of this Regulation, the General Meeting of Shareholders must be reconvened within 30 (thirty) days from the scheduled opening date of the first meeting. The second General Meeting of Shareholders shall only proceed if the attendees, including shareholders and authorized representatives, represent **at least 33%** of the total voting shares.

2. If the second General Meeting does not meet the conditions for proceeding as stipulated in Clause 1 of this Article, the General Meeting of Shareholders must be reconvened within 20 (twenty) days from the scheduled opening date of the second meeting. In this case, the General Meeting shall proceed regardless of the total voting shares of the attending shareholders, and it shall be considered valid and entitled to decide on all matters originally planned for approval at the first General Meeting of Shareholders.

CHAPTER V
IMPLEMENTATION PROVISION

Article 12: This regulation consists of 5 chapters and 12 articles, approved on April 19th, 2025, and takes effect from the date of approval.

On behalf of the General Meeting Organizing Committee
Chairman of the Board of Directors



Luong Thanh Vien





DA NANG HOUSING INVESTMENT DEVELOPMENT JOINT STOCK COMPANY - NDN

Address: 38 Nguyen Chi Thanh St, Hai Chau Dis, Da Nang City
Email: info@ndn.com.vn Website: www.ndn.com.vn

Da Nang, April 19th, 2025

REPORT OF THE EXECUTIVE BOARD SUMMARY OF BUSINESS ACTIVITIES IN 2024

Dear Shareholders,

Pursuant to the targets and tasks set by the General Meeting of Shareholders in 2024, on behalf of the Company's Executive Board, I would like to report the results of our business activities in 2024 as follows:

SUMMARY OF BUSINESS PERFORMANCE IN 2024

I. GENERAL OVERVIEW OF 2024

2024 was a year of many political upheavals and economic fluctuations in both Vietnam and the world. The US economy in 2024 continues to achieve a positive GDP growth of 2.8%, although it is still lower than in 2023 (2.9%). Meanwhile, 2024 is considered a successful year for Vietnam economy, achieving a GDP growth rate of 7.09% and scaling the economy to about 476 billion USD.

The real estate market in Vietnam has had a year of numerous positive changes. The changes in the Housing Law, Land Law, Real Estate Business Law, and the central bank's expansion policy have made positive impacts on the psychology of investors, as reflected in the recovery of transaction volume at large scale projects in Hanoi and Ho Chi Minh City. In Da Nang, projects along the Han River also receive significant attention and attraction from investors across the country. The selling price of real estate products has recovered considerably compared to 2023. Even high-end apartment segments with prices of over 100 million/m² are still sought by many investors. The Executive Board forecasts that the period of 2025-2026 will be the time when the domestic real estate market recovers after a long period of stagnation. Therefore, the Board is accelerating the completion of the necessary legal procedures to deploy the 13 Nguyen Chi Thanh apartment project.

In addition, the period of 2025-2026 is expected to be the critical period for the transformation of the domestic financial market. With the goal of upgrading Vietnam's financial market from a frontier market to an emerging market, the economy is expected to recover and re-attract foreign investment capital, which has been withdrawn in recent years. This will open new opportunities for the Vietnam stock market to break through during a period when the Government is advocating drastic changes and integration. Thus, the Executive board is making investment in many leading companies which will guide the national economy in the upcoming years, and other companies that may benefit from the fiscal policies of the Vietnam's largest trade partners such as the US and China.

II. RESULTS OF BUSINESS PERFORMANCE IN 2024

1. Summary of Business Performance Results in 2024:

Unit: million VND

No.	Target	Plan 2024	Actual 2024	Achievement Rate
1	Total Revenue	74,706	90,834	122%
	<i>Including:</i>			
	<i>Real Estate Business</i>	10,000	38,739	387%
	<i>Service Provision</i>	13,331	16,878	127%
	<i>Financial Income</i>	51,375	35,217	69%
2	Expenses	13,692	48,858	357%
3	Remuneration of BOD, BOS, Secretariat	498	498	100%
4	Profit After Tax	61,014	36,176	59%

2. Evaluation of the 2024 Plan Implementation

a. Evaluation of Business Performance

- Real Estate Business:

Revenue from real estate business reached VND 38,739 million, exceeding the planned target.

- Other Business Activities:

Revenue from service and other business activities reached VND 16,878 million, achieving 127% of the planned target.

- Financial Activities:

Profits from financial activities reached VND 35,217 million, achieving 69% of the planned target.

b. Financial Position as of December 31st, 2024

• Asset

- Total Assets:	<u>1,277,801 million VND</u>
Short-term Assets:	1,011,448 million VND
Long-term Assets:	266,353 million VND

• Capital

- Total Capital:	<u>1,277,801 million VND</u>
Liabilities:	189,030 million VND
Owner's Equity:	1,088,771 million VND

Sincerely!

On behalf of The Executive Board
General Director



Nguyễn Quang Minh Khoa



**DA NANG HOUSING INVESTMENT DEVELOPMENT JOINT
STOCK COMPANY - NDN**

Address: 38 Nguyen Chi Thanh St, Hai Chau District, Da Nang City

Email: info@ndn.com.vn

Website: www.ndn.com.vn

Da Nang, April 19th, 2025

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

Dear Shareholders,

The Board of Supervisors would like to report to the 2025 Annual General Meeting of Shareholders on the results of our supervisory activities at Da Nang Housing Investment Development Joint Stock Company (the Company) as follows:

I. RESULTS OF THE BOARD OF SUPERVISORS' ACTIVITIES:

1. Board of Supervisors' Activities:

In accordance with the Company's Charter and the Board of Supervisors' (BOS) Regulations, the BOS has conducted its supervision, inspection, and control activities following its functions and duties. The BOS participated in meetings of the Board of Directors (BOD) and the Executive Board to stabilize personnel organization, set business plans, and orient the Company's strategic direction. Activities of the BOS include:

- Monitoring the compliance of the Company's Charter, the implementation of the General Meeting of Shareholders' Resolutions, and BOD Resolutions.

- Attending BOD meetings.

- Reviewing the 2024 Financial Statements; assessing the governance of the BOD, business operations, and financial-accounting management by the Executive Board, along with other relevant matters.

- In addition to meetings and working sessions, the BOS maintained regular communication, information exchange, and documentation sharing with the Company. The BOS also proposed specific and urgent solutions to enhance risk management and support the development of the NDN brand.

Throughout the process, the BOS always received timely support and cooperation from the Executive Board.

In the past year, the BOS has not received any complaints from shareholders.

2. Supervision of the BOD and Executive Board:



- In 2024, the BOD held meetings to decide on important matters such as: setting the business plan for 2024, stabilizing human resources, restructuring departments in line with business conditions, and preparing for the Annual General Meeting of Shareholders. The BOD held 06 meetings and issued 04 Resolutions to fulfill its management role.

- The Executive Board fully implemented all General Meeting of Shareholders' Resolutions, BOD Resolutions, and the Company's Charter.

- The BOS is confident that the BOD closely directed and supervised the Executive Board's implementing the 2024 business plan and planning for 2025. The Executive Board operated within the scope of its duties and authority as defined in the Company's Charter and internal governance regulations.

- In 2024, the BOS found no irregularities in the activities of the BOD and Executive Board.

3. Financial accounting and preparation for the 2024 Financial Statements:

After reviewing, the BOS concluded that financial and accounting operations were conducted in compliance with regulations:

- The accounting documentation system and records were clear, accurate, and properly archived.

- The 2024 Financial Statements (FS) fully included all reports, appendices, and explanatory notes in accordance with the accounting regulations, consisting of Balance Sheet, Profit and Loss Statement, Cash Flow Statement, and Foot Notes. The 2024 FS have truthfully and reasonably reflected all aspects of the Company's financial position. The FS was reviewed and approved by ASCO Auditing and Valuation Co., Ltd.

Some key audited figures from the 2024 balance sheet are as follows:

Unit: million VND

TARGET	Closing Balance	Opening Balance
A. Current Assets	1,011,448	1,082,956
B. Non-Current Assets	266,353	242,247
Total Assets	1,277,801	1,325,203
C. Liabilities	189,030	272,458
D. Owner's Equity	1,088,771	1,052,745
Total Capital Sources	1,277,801	1,325,203

Business Performance in 2024:

2024 is a year of many significant political upheavals and economic fluctuations in Vietnam. As a result, the financial market experienced unfavorable movements that negatively impacted the Company's investment results and profitability. The specific business performance in 2024 is as follows:

Unit: million VND

No.	Target	Plan 2024	Actual 2024	% compared to the Plan
1	Total Revenue	74,706	90,834	122%
2	Total Expenses	13,692	48,858	357%
3	Profit Before Tax	61,014	41,976	69%
4	Profit After Tax	61,014	36,176	59%

The Executive Board has not fully completed the 2024 business plan.

4. Implementation of the 2024 general meeting of shareholders' resolutions:

. All contents of the 2024 General Meeting of Shareholders' resolutions have been completed.

II. RECOMMENDATIONS AND PROPOSALS FROM THE BOARD OF SUPERVISORS:

- The Supervisory Board recommends that the Executive Board follows and practices the Internal Audit and Risk Management (IA & RM) system, including full disclosure and continuous updates on employee working procedures, personnel enhancement, and experience development of the IA & RM Department. Furthermore, the Executive Board should make plans for periodic and surprise inspections to minimize potential risks to the company's assets, protect the interests and reputation of NDN, and promptly grasp market developments to formulate investment strategies, especially in real estate and financial investment sectors.

- As for the new issues, adjustments, and changes of the State's legal documents, the Company needs to continuously update the Company's regulations and procedures to further improve efficiency.

III. SUPERVISORY PLAN FOR 2025

After the Annual General Meeting, the BOS will develop a specific supervisory plan in accordance with the functions and duties prescribed by the Law on Enterprises and the Company's Charter, specifically:

- Perform appraisal of the financial statements, business operation reports, and management evaluation reports of the Board of Directors (BOD).

- Monitor the implementation of the General Meeting of Shareholders' Resolutions, and management activities of the BOD and the Executive Board.

- Proactively research and enhance inspection and supervision expertises to fulfill the assigned tasks.

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Signature

- Pay special attention to controlling the Internal Audit and Risk Management (IA & RM) activities and develop specific programs to support the Company's risk management operations as suggested by the BOD.

The Supervisory Board respectfully submits to the 2025 Annual General Meeting of Shareholders for consideration.

Respectfully!

**ON BEHALF OF THE BOARD OF SUPERVISORS
HEAD OF THE BOS**



Dao Thi Phuoc





**DA NANG HOUSING INVESTMENT DEVELOPMENT JOINT
STOCK COMPANY - NDN**

Address: 38 Nguyen Chi Thanh St, Hai Chau Dis, Da Nang City

Email: info@ndn.com.vn

Website: www.ndn.com.vn

Da Nang, April 19th, 2025

**REPORT ON THE ACTIVITIES OF THE BOARD OF DIRECTORS IN 2024
AND THE BUSINESS PLAN FOR 2025**

Dear: Shareholders of Da Nang Housing Development Investment JSC

Implementing the 2024 General Meeting of Shareholders Resolutions, the Board of Directors of Da Nang Housing Investment Development Joint Stock Company hereby reports the activities of the Board of Directors as follows:

I. Summary of the Board of Directors' Activities in 2024

1. Summary of Meetings in 2024:

In 2024, the Board of Directors (BOD) of NDN held 06 meetings and issued 04 resolutions to guide the Company's activities in accordance with the 2024 General Meeting of Shareholders' Resolutions.

Details of the meetings and BOD Resolutions have been compiled in the 2024 Corporate Governance Report. We respectfully suggest shareholders to refer to the report published on the Company's website: <https://ndn.com.vn>.

2. Key Activities of the Board of Directors:

In 2024, the BOD focused on directing and supervising the following key activities:

- Successfully organized the 2024 Annual General Meeting of Shareholders on April 27th, 2024.
- Organized quarterly meetings to discuss, monitor, and promptly direct the implementation of resolutions of the General Meeting of Shareholders.
- Supervised the management and operation activities of the Company's business.
- Collaborated with the Executive Board to hold working sessions with each department, and aim to raise employees' sense of responsibility. The BOD required every staff member to embrace changes and strive for creativity in their work to grow the Company amid the economic recovery wave.
- Restructured the company organization towards streamlining, reducing middle management layers, and renewing corporate governance practices.
- Assigned employees to participate in professional training courses to enhance their expertises and soft skills to meet the Company's needs.
- Expedited the completion of issuing Certificates of Land Use Rights for apartments under the Monarchy Block B Project.



- Prepared all necessary legal procedures to implement the 13 Nguyen Chi Thanh Apartment Project.

3. Business Performance and Financial Report for 2024:

The Company has completed the 2024 Business Plan with the following results:

Total revenue reached VND 90,834 million; Profit after tax reached VND 36,176 million. Detailed figures are as follows:

Unit: million VND

No.	Target	Year 2024		Completion Rate (%)
		Plan	Actual	
1	Charter Capital	716,579	716,579	100%
2	Total Revenue	74,706	90,834	122%
3	Total Expense	13,692	48,858	357%
4	Profit Before Tax	61,014	41,976	69%
5	Profit After Tax	61,014	36,176	59%

II. Business Plan for 2025:

1. Corporate Governance

- Improve the Company's governance system to enhance transparency, operational efficiency, and company's reputation.

- Continue standardizing the Company's business processes to improve efficiency and ensure compliance with legal regulations, especially in areas of information security, risk management, internal control, and internal audit.

- Organize regular meetings at least once per quarter to discuss, monitor, and provide timely guidance on implementing the resolutions of the General Meeting of Shareholders.

- Proactively expand relationships with reputable investment consulting firms to approach potential investors for development.

- Expand real estate brokerage services, promote the leasing of existing real estate products to flexibly adapt to market conditions, increase annual cash inflows, and strengthen the quality and quantity of the sales team.

- Register employees to participate in professional training courses to improve expertises and soft skills to meet the Company's needs.

- Complete the tasks assigned by the 2024 General Meeting of Shareholders' Resolutions.

2. Business Plan for 2025:

- Complete the issuance of Land Use Right Certificates (LURCs) for Monarchy Block B apartments, and sell the remaining apartments if the real estate market conditions are favorable.

- Invest in furnishing and lease the remaining apartments in the Monarchy B project.

- Invest in the stock market to maximize gains from the new economic growth cycle in 2025-2026.

- Consider using financial leverage safely to increase profits if market conditions are favorable.
- Complete all necessary legal procedures to implement the 13 Nguyen Chi Thanh Apartment Project.
- Continue seeking investment opportunities or acquiring land funds from reputable real estate partners and complete preparations for the Company's mid and long-term strategy.
- Optimize the capacity of the Ngoc Hoi Water Plant.
- 2025 Business Plan Targets:

Unit: million VND

No.	Target	2025 Plan
1	Charter Capital	716,579
2	Total Revenue	61,588
3	Total Expense	17,282
4	Profit After Tax	44,306

III. Remuneration Plan for the Board of Directors (BOD), the Board of Supervisors (BOS), Secretary, and Corporate Governance Officer for 2025:

The Board of Directors respectfully submits to the General Meeting of Shareholders for approval the total remuneration plan for the BOD and the BOS for 2025 as follows:

No.	Content	Remuneration Plan for 2025
1	Chairman of the BOD	10,000,000 VND/ month
2	Vice Chairman of the BOD	7,000,000 VND/month
3	Members of the BOD (3 members)	5,000,000 VND/person/month
4	Head of the BOS	4,000,000 VND/ month
5	Members of the BOS (2 members)	2,000,000 VND/person/month
6	Secretary cum Corporate Governance Officer	3,000,000 VND/ month

To successfully accomplish the proposed business plan, the Board of Directors sincerely hopes to continue receiving the trust, support, and long-term commitment from our esteemed shareholders.

Respectfully shareholders!

ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN



LUONG THANH VIEN



SOCIALIST REPUBLIC OF VIET NAM
Independence – Freedom – Happiness

Da Nang, April 19, 2025

PROPOSAL

**“Re: Approval of the Audited Financial Statements 2024 and
Profit Distribution Plan for 2024”**

**Dear: SHAREHOLDERS OF DA NANG HOUSING INVESTMENT
DEVELOPMENT JOINT STOCK COMPANY**

- Pursuant to the current Charter of the Da nang Housing Investment Development Joint Stock Company,

- Pursuant to the 2024 Audited Financial Statements.

The Board of Directors respectfully submits to the General Meeting of Shareholders for approval of the Audited Financial Report and the Profit Distribution Plan for 2024 as follows:

1. The 2024 Audited Financial Statements:

1.1. Statement of Financial Position: Data at 31/12/2024 are as follows:

- Total Assets:	<u>1,277,801 million VND</u>
Current Assets:	1,011,448 million VND
Non-Current Assets:	266,353 million VND
- Total Capital:	<u>1,277,801 million VND</u>
Liabilities:	189,030 million VND
Owner's Equity:	1,088,771 million VND

1.2. Statement of Income:

Unit: VND

No.	TARGET	Year 2024	Year 2023
1	Revenue from sales of goods and provision of services	55,616,946,205	435,756,928,839
2	Deductions from revenue	-	-
3	Net revenue from sales of goods and provision of services	55,616,946,205	435,756,928,839
4	Cost of goods sold	29,093,405,305	208,756,856,797
5	Gross profit from sales of goods and provision of services	26,523,540,900	227,000,072,042
6	Financial income	113,458,178,653	61,425,240,795
7	Financial expenses	78,241,110,645	9,172,543,657
	<i>In which: Interest expenses</i>	<i>4,301,391,343</i>	<i>3,103,368,001</i>
8	Selling expenses	6,718,224,045	13,225,810,107
9	General and administrative expenses	7,539,008,301	5,870,593,352
10	Net profit from operating activities	47,483,376,562	260,156,365,721



11	Other income	500	27,500,000
12	Other expenses	5,507,032,507	430,693,911
13	Other profit	(5,507,032,007)	(403,193,911)
14	Total accounting profit before tax	41,976,344,555	259,753,171,810
15	Current corporate income tax expense	5,478,374,478	37,375,360,108
16	Deferred corporate income tax expense	321,942,116	4,231,840,780
17	Profit after corporate income tax	36,176,027,961	218,145,970,922

2. Profit Distribution Plan for 2024:

Unit: million Dong

No	Target	Actual 2024
1	Charter Capital	716,579
2	Profit After Tax in 2024	36,171
3	Profit After Tax / Charter Capital Ratio in 2024	5.05%
4	Total Accumulated Undistributed Profit After Tax up to 2024	354,865
5	Profit Distribution 2024	
	a. Allocate 0.5% of Profit After Tax to the Bonus Fund	181
	b. Allocate 0.5% of Profit After Tax to the Welfare Fund	181
	c. Pay 2024 Dividends in Cash (Rate: 5%)	35,829

The Board of Directors respectfully proposes that the General Meeting of Shareholders authorizes the Board of Directors to carry out all necessary procedures related to the dividend payment in 2025.

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

ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN



LUONG THANH VIEN



SOCIALIST REPUBLIC OF VIET NAM
Independence – Freedom – Happiness

Da Nang, April 19th, 2025

PROPOSAL

“Re: Selection of the audit company for 2025”

**Dear: SHAREHOLDERS OF DA NANG HOUSING
INVESTMENT DEVELOPMENT JSC**

The Board of Directors of Da Nang Housing Investment Development Joint Stock Company respectfully submits to the General Meeting of Shareholders:

The selection of an independent auditing company to review the semi-annual and annual financial statements for 2025 must follow the criteria: the auditing company must have extensive experience in construction and real estate operations and must be approved by the State Securities Commission to audit listed organizations. The Board of Directors respectfully proposes that the General Meeting of Shareholders authorize the Board of Directors to select an auditing company meeting the above criteria to audit the Company's financial statements in 2025.

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

ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN



LUONG THANH VIEN



SOCIALIST REPUBLIC OF VIET NAM
Independence – Freedom – Happiness

Da Nang, April 19th, 2025

PROPOSAL

**“Re: Election of the Board of Directors and the Board of Supervisors
for the Term of 2025-2030”**

**Dear: SHAREHOLDERS OF DA NANG HOUSING
INVESTMENT DEVELOPMENT JSC**

The Board of Directors respectfully reports and submits to the General Meeting of Shareholders for consideration and approval of the election of members of the Board of Directors and the Board of Supervisors for the term of 2025 - 2030 with the following details:

1. The number of members of the Board of Directors of NDN for the term of 2025-2030 is 05 members, including 01 independent member.
2. The number of members of the Board of Supervisors of NDN for the term of 2025-2030 is 03 members.
3. The list of candidates for the election of the Board of Directors and the Board of Supervisors for the term of 2025-2030 consists of individuals who meet the standards and conditions to become members of the Board of Directors and the Supervisory Board in accordance with Election Regulations for the term of 2025-2030 of Da Nang Housing Investment Development Joint Stock Company.

This list will be published on the Company's website before April 15th, 2025.

Respectfully submitted to the General Meeting of Shareholders for consideration.

 **OBO THE BOARD OF DIRECTORS** 



Lương Thanh Viên



DA NANG HOUSING INVESTMENT DEVELOPMENT JOINT STOCK COMPANY - NDN

Address: 38 Nguyễn Chí Thanh, Hải Châu District, Da Nang City
Email: info@ndn.com.vn Website: www.ndn.com.vn

ELECTION REGULATIONS FOR THE BOARD OF DIRECTORS AND THE BOARD OF SUPERVISORS FOR THE TERM OF 2025 - 2030 DA NANG HOUSING INVESTMENT DEVELOPMENT JSC

Pursuant to:

- The Enterprises Law No. 59/2020/QH14 dated June 17th, 2020, effective from January 1st, 2021.
- The Securities Law No. 54/2019/QH14 dated November 26th, 2019.
- Decree No. 155/2020/ND-CP dated December 31st, 2020, detailing and guiding the implementation of several articles of the Securities Law.
- The Company's Charter of Da Nang Housing Investment Development Joint Stock Company.

The Organizing Committee respectfully submits to the General Meeting of Shareholders the content of the Election Regulations for Members of the Board of Directors and the Board of Supervisors for the term 2025 - 2030 at the Annual General Meeting of Shareholders 2025, as follows:

Article 1: Principles of Election

1. Ensure compliance with the current Laws and Charter of the Company.
2. Ensure the principles of transparency, democracy, and the legitimate rights and interests of all shareholders.
3. Each common share carries one voting right. The right to vote, election and voting results are calculated based on the number of shares owned and authorized.

Article 2: Scope of Regulation and Subjects of Application

1. The election of the Board of Directors (BOD) and the Board of Supervisors (BOS) for the term of 2025-2030 of Da Nang Housing Investment Development Joint Stock Company at the 2025 Annual General Meeting of Shareholders shall be conducted in accordance with the provisions of this Regulation.
2. This Regulation applies to all shareholders owning shares of Da Nang Housing Investment Development Joint Stock Company or those who are lawfully authorized to attend.

Article 3: Number and Qualification for Members of The Board of Directors

1. The number of BOD members to be elected for the term of 2025-2030 is 05 members, including 01 independent member.
2. The term of the BOD is 05 (five) years. The term of a BOD member is the same as the term of the BOD and can be re-elected an unlimited number of times.
3. Qualification for BOD members: Nominated or self-nominated candidates for the Board of Directors must meet the following qualifications:
 - a. Have full civil capacity, not be prohibited from holding management positions in enterprises according to the law.
 - b. Shareholders who own or are authorized to represent at least 5% of the total common shares, or shareholders who own less than 5% of the total number of shares. A person who is not a shareholder must have a university degree or higher, possess business capability and experience in business management or in the same business sector of Da Nang Housing Investment Development Joint Stock Company.

- c. Be healthy, have good moral qualities, be honest, have integrity, legal knowledge, and a sense of law compliance.
 - d. Must not simultaneously be a BOD member of other companies for more than 05 (five) years.
4. Qualifications for Independent BOD members:
- a. Not currently working for the company, the parent company, or subsidiaries; not being a person who has worked for the company, the parent company, or subsidiaries for at least the previous 03 consecutive years.
 - b. Not being a person who is receiving salary or remuneration from the company, except for allowances that BOD members are entitled to receive according to regulations.
 - c. Not being a person whose spouse, biological father, adoptive father, biological mother, adoptive mother, biological child, adopted child, biological siblings are major shareholders of the company or managers of the company or its subsidiaries.
 - d. Not being a person who directly or indirectly owns at least 01% of the total number of voting shares of the company.
 - e. Not being a person who has been a BOD or BOS member of the company for at least the previous 05 consecutive years, except for cases of being appointed for 02 consecutive terms.

Article 4: Number and Qualifications for Members of The Board of Supervisors

1. The number of BOS members to be elected for the term of 2025-2030 is 03 members.
2. The term of the BOS is 05 (five) years. The term of a BOS member is the same as the term of the BOS and can be re-elected an unlimited number of times.
3. Qualification for BOS members: Nominated or self-nominated candidates for the Board of Supervisors must meet the following qualifications:
 - a. Not being subject to the provisions of Clause 2, Article 17 of the Enterprises Law 2020.
 - b. Being trained in one of the majors of economics, finance, accounting, auditing, law, business administration, or a major suitable for the company's business activities.
 - c. Not being a relative of a member of the Board of Directors, Director or General Director, and other managers.
 - d. Not being a company manager, not working in the company's accounting or finance department.
 - e. Not being a member or employee of the independent auditing company that audited the company's financial statements in the previous three (03) consecutive years.

Article 5: Right to Nominate and Self-nominate as BOD or BOS Members

1. Shareholders or groups of shareholders owning 10% or more of the total common shares have the right to nominate candidates for the Board of Directors and The Board of Supervisors:
 - a. Shareholders or groups of shareholders owning 10% to less than 20% of the total voting shares may nominate 01 (one) BOD candidate and 01 (one) BOS candidate;
 - b. Shareholders or groups of shareholders owning 20% to less than 30% of the total voting shares may nominate up to 02 (two) BOD candidates and 02 (two) BOS candidates;
 - c. Shareholders or groups of shareholders owning 30% to less than 40% of the total voting shares may nominate up to 03 (three) BOD candidates and 03 (three) BOS candidates;
 - d. Shareholders or groups of shareholders owning 40% to less than 50% of the total voting shares may nominate up to 04 (four) BOD candidates and 04 (four) BOS candidates;

- e. Shareholders or groups of shareholders owning 50% to less than 60% of the total voting shares may nominate up to 05 (five) BOD candidates and 05 (five) BOS candidates;
- f. Shareholders or groups of shareholders owning 60% to less than 70% of the total voting shares may nominate up to 06 (six) BOD candidates and 06 (six) BOS candidates;
- g. Shareholders or groups of shareholders owning 70% to less than 80% of the total voting shares may nominate up to 07 (seven) BOD candidates and 07 (seven) BOS candidates;
- h. Shareholders or groups of shareholders owning 80% to less than 90% of the total voting shares may nominate up to 08 (eight) BOD candidates and 08 (eight) BOS candidates.

2. In case the number of BOD and BOS candidates through nomination and self-nomination is still insufficient, the current BOD has the right to introduce additional candidates. The BOD's introduction of additional candidates must be clearly announced before the General Meeting of Shareholders votes to elect BOD and BOS members in accordance with the law.

Article 6: Application and Nomination Documents for Election of the Board of Directors (BOD) and The Board of Supervisors (BOS):

1. Application for candidacy and nomination for BOD and BOS membership includes:
 - a. Application form or Nomination form for BOD/BOS candidate (using the template included in the annual general meeting's documents published on the Company's website);
 - b. Curriculum vitae (CV) completed by the candidate with photo attached;
 - c. Valid copy of ID card/Citizen ID/Passport;
 - d. Valid copy of permanent residence book (or long-term temporary residence registration);
 - e. Valid copies of degrees, certificates certifying educational and professional qualifications;
 - f. Power of attorney and/or Group meeting minutes (if the candidate is authorized by a shareholder group to run for election).
2. To ensure the preparation of materials for the annual general meeting of shareholders, nomination/application documents must be submitted to Da Nang Housing Investment Development JSC before 5:00 PM on April 9th, 2025, to the following address:

Ms. Hoang Yen Ninh - Corporate Secretary

Address: 38 Nguyen Chi Thanh, Hai Chau District, Da Nang City.

Mobile: 0911 390 459

Email: yenninh@ndn.com.vn

(If documents are scanned and submitted via email, the original documents must be submitted at the time of shareholder verification before the opening of the 2025 Annual General Meeting)

Documents received after the above deadline will be considered invalid.

Article 7: Selection of Candidates

Based on the nomination/application forms and attached documents, Da Nang Housing Investment Development JSC will prepare a list of qualified candidates who meet the conditions specified in Articles 3, 4, 5, and 6 of this Regulation to submit to the General Meeting.

Article 8: Election Method

1. The election of BOD members of the Company will be conducted directly and by secret ballot at the General Meeting using **cumulative voting method**.
2. Each shareholder has total voting points equal to the number of shares owned multiplied by the number of BOD and BOS members to be elected.

For example: Shareholder A owns 5,000 shares:

- BOD voting points: $5,000 \times 5 = 25,000$ points

- BOS voting points: $5,000 \times 2 = 10,000$ points

3. Shareholders may allocate all their voting points to one candidate or divide them among several candidates.

Article 9: Voting Ballot Regulations

1. Valid Ballots: Official pre-printed ballots with the Company's seal, showing shareholder's name, total of shares owned/ represented, and total voting points, issued directly by the Vote Counting Committee.

2. Invalid Ballots:

- Not issued by the Vote Counting Committee;
- Crossed out, modified, indicated incorrect names or names not on the approved candidate list;
- With more than the prescribed number of BOD and BOS members;
- Total votes for candidates exceed the permitted number of voting points.

3. How to fill in the ballot:

- Write the number of voting points for each candidate in the "Voting Points" column.
- Write "0" or leave blank if not voting for a candidate.
- Shareholders may allocate votes to one or multiple candidates or choose not to vote.

If an error is made while filling the ballot (before submitting), shareholders can request a new ballot from the Head of the Vote Counting Committee.

Article 10: Organization and Supervision of Election

1. The Counting Committee shall organize and supervise the election on behalf of the General Meeting in accordance with these Regulations.

2. The Counting Committee must ensure integrity, objectivity, and confidentiality during vote counting and the election process.

3. Responsibility of the Counting Committee:

- a. Verifying and announcing the list of candidates;
- b. Explaining the voting rules and guiding shareholders;
- c. Distributing and collecting ballots;
- d. Supervising the voting process;
- e. Counting votes, preparing the vote-counting minutes, and announcing results at the General Meeting;
- f. Submitting the vote-counting minutes and all ballots to the General Meeting Secretary;
- g. Other related tasks;
- h. Be fully responsible before the law and the General Meeting for its compliance with these Regulations and the accuracy of the counting results.

4. Voting and Counting Principles:

- a. The Counting Committee inspects the ballot box in the presence of shareholders;
- b. Voting starts after all ballots are distributed and ends once the last shareholder votes;
- c. Vote counting begins immediately after voting concludes;
- d. Results are documented and announced by the Head of the Counting Committee at the General Meeting.

Article 11: Winning Candidate Regulations

1. Candidates are elected according to the number of votes from highest until meeting the required number of members.

2. In the event of a tie, a re-election will be held among the tied candidates.

Article 12: Complaints Settlement

Questions or complaints regarding the election will be resolved by the General Meeting Chairman.

This Regulation consists of 12 Articles, is publicly read at the General Meeting, and takes effect upon approval at the 2025 Annual General Meeting.

OBO THE ORGANIZING COMMITTEE
CHAIRMAN



Luong Thanh Vien



Da Nang, April 2025

INTERNAL REGULATIONS ON CORPORATE GOVERNANCE
DA NANG HOUSING INVESTMENT DEVELOPMENT JSC

Pursuant to:

- Securities Law No. 54/2019/QH14 passed on November 26th, 2019 (“Securities Law”)
- Government’s Decree No. 155/2020/NĐ-CP dated December 31st, 2020, on detailing and guiding the implementation of several articles of the Securities Law (“Decree 155”)
- Enterprise Law No. 59/2020/QH14 passed on June 17th, 2020 (“Enterprise Law”)
- Circular No. 116/2020/TT-BTC dated December 31st, 2020 of the Minister of Finance on guiding several articles on public company governance as prescribed in the Government’s Decree No. 155/2020/ND-CP;
- The current Charter of the Da nang Housing Investment Development Joint Stock Company;
- The Resolution No...../2025/NQ-ĐHĐCĐ-NDN of the General Meeting of Shareholders dated April 19th, 2025.

The Board of Directors (“*The BOD*”) promulgates the Internal Regulations on Corporate Governance (“*The Regulations*”) of Da nang Housing Investment Development Joint Stock Company (“*Company*”) including the following contents:

Article 1: Scope of Regulations and Subjects of Application

1. Scope of regulation: This Regulation stipulates roles, rights and obligations of the General Meeting of Shareholders (“*GMS*”), the BOD, the General Director; Procedures for conducting the General Meeting of Shareholders; Nomination, self-nomination, election, dismissal and removal of members of the BOD, The Board of Supervisors (“*The BOS*”), the General Director and Other activities in accordance with the Company's Charter and other applicable laws.

2. Subjects of application: This Regulation applies to members of the BOD, the BOS, General Director and other relevant parties.

Article 2: The General Meeting of Shareholders

1. Roles, rights and obligations of the GMS

- 1.1. The GMS which includes all Shareholders with voting rights is the highest decision-making body of the Company.
- 1.2. The GMS has the rights and obligations as prescribed in Article 15 of the Company’s Charter.

2. Procedures for conducting the GMS to pass resolutions by voting at the GMS.

2.1. Authority to convene the GMS:

- a. The BOD convenes the annual GMS

- b. The BOD convenes an extraordinary GMS in the following cases:
 - The BOD deems it necessary for the interest of the Company;
 - The number of current members of the BOD or the BOS is less than the minimum requirement as prescribed by law;
 - Upon request by a Shareholder or a group of Shareholders as prescribed in Clause 3, Article 12 of the Company's Charter. The request to convene a GMS must be made in writing, clearly stated the reason and purpose of the meeting, with all signatures from relevant Shareholders, or the request must be made in multiple copies which include all signatures from relevant Shareholders.
 - At the request of the BOS;
 - Other cases as prescribed by law and the Company's Charter.
- c. The convening of an extraordinary GMS is made in accordance with Clause 3, Article 14 of the Company's Charter.

2.2. Preparation of the list of Shareholders entitled to attend the GMS:

The person convening the GMS must prepare the list of Shareholders eligible to attend and vote at the GMS. The list of Shareholders entitled to attend the GMS must be prepared no later than 10 days prior to the date of sending the invitation.

2.3. Notice of Finalization of the list of shareholders entitled to attend the GMS:

The Company must disclose information on the preparation of the list of Shareholders entitled to attend the GMS at least 20 days before the last registration date.

2.4. Notice of convening the GMS:

The notice of invitation to the GMS must be sent to all shareholders' contact addresses by a guaranteed method and announced on the Company's website and Stock Exchange Commission. The person convening the GMS must send invitations to shareholders on the list of shareholders entitled to attend the GMS at least 21 days before the opening of the meeting. The agenda of the meeting and documents used for the GMS are sent to shareholders and/or posted on the Company's website. In case the documents are not sent with the invitation, the invitation must clearly state the link to all meeting documents for the Shareholders to access, including:

- a. Meeting agenda and documents used in the meeting;
- b. List and detailed information of candidates in case of election of members of the BOD or the BOS.
- c. Voting ballots;
- d. Draft resolution for each issue on the agenda.

2.5. Agenda and content of the GMS:

- a. The person convening the GMS is responsible for preparing the agenda and content of the GMS and other tasks as prescribed in Article 18 of the Company's Charter;
- b. A Shareholder or a group of Shareholders owning five percent (5%) or more of the total common shares have the right to propose issues to be included in the agenda of the GMS. The proposal must be made in writing and sent to the Company at least 03 (three) working days before the opening date of the meeting. The proposal must clearly state the name of Shareholders, the number of shares of each type, and the issue proposed to be included into the agenda;

- c. The person convening the GMS has the right to reject the specified proposal in point (b) above if it falls into one of the following cases:
- The proposal is sent to the Company in violation of regulations;
 - At the time of the proposal, Shareholder or group of Shareholders does not hold 5% or more of the common shares;
 - The proposed issue does not fall within the decision-making authority of the GMS;
 - Other cases as prescribed by law and the Company's Charter.
- d. The person convening the GMS must accept and include the proposal specified in point (b) in the agenda and content of the meeting, except for the case specified in point (c). The proposal will be officially added to the agenda and content of the meeting if approved by the GMS.

2.6 Authorization for a representative to attend the GMS

a. Shareholders and authorized representatives of shareholders who are organizations may directly attend the meeting or authorize one or more other individuals or organizations to attend the meeting via ways specified in Article 16 of the Company's Charter;

b. The authorization for individuals or organizations to attend the GMS as prescribed in Point (a) above must be made in writing. The authorization document must be made according to the Company's form or according to the provisions of the civil law and must clearly state the name of the authorizing shareholder, the name of the authorized individual or organization, the number of authorized shares, the content of the authorization, the scope of authorization, the duration of authorization, and the signatures of the authorizing and the authorized party.

The authorized representative attending the GMS must present the authorization form upon registration for the meeting, or the authorization form can be sent by the Shareholder to the Company or to the address stated in the meeting invitation within forty-eight (48) hours prior to the GMS;

c. The voting ballot of the authorized representative attending the meeting within the scope of authorization remains valid in case of the following events:

- The authorizing person has died, has limited or lost civil capacity;;
- The authorizing person has revoked the authorization;
- The authorizing person has revoked the authority of the person performing the authorization.

This provision shall not apply if the Company receives notice of one of the above events before the opening time of the GMS or before the meeting is reconvened.

2.7 The method of registration to attend the GMS:

a. Shareholders confirm their attendance at the GMS in the manner stated in the meeting invitation;

b. On the date of the GMS, the Company shall carry out the procedures for registering Shareholders or authorized representatives who have the right to attend the meeting;

c. Shareholders and authorized representatives who arrive after the opening of the meeting have the right to register and participate in voting immediately after registration. In such case, The Chairman is not responsible for stopping the meeting to allow late shareholders to register, and the validity of contents which was previously voted on shall not be affected.

2.8 Conditions for conducting the GMS

a. A GMS shall be held when the number of Shareholders and authorized representatives attending the GMS represents more than fifty percent (50%) of the total number of voting shares;

b. In case the first meeting does not meet the conditions for conducting as stipulated in point (a) above, the invitation to the second meeting shall be sent within 30 days from the date of the intended first meeting. The second meeting shall be held when the number of Shareholders and authorized representatives attending the meeting represents at least thirty three percent (33%) of the total number of voting shares;

c. In case the second meeting does not meet the conditions for conducting as stipulated in point (b) above, the invitation to the third meeting shall be sent within 20 days from the date of the intended second meeting. The third meeting shall be held regardless of the number of voting shares of Shareholders and authorized representatives attending the meeting.

2.9 Method of passing resolutions of the GMS:

The GMS discusses and votes on each issue in the content and agenda of the meeting.

The GMS passes Resolutions within its authority by voting at the meeting or by collecting opinions in writing.

2.10 Voting method:

a. Voting by ballot shall be conducted as follows:

- The voting contents shall be listed on the ballot. Shareholders or authorized representatives shall vote by selecting one of the options: "Agree," "Disagree," or "No opinion" for each issue to be voted on.

- Shareholders cast their votes according to the following principles:

- + Voting starts upon the signal of the Chairperson of the meeting or the Head of the Counting Committee and ends when the last shareholder casts their vote into the ballot box or thirty (30) minutes after the starting time of voting, whichever comes first. After voting ends, the ballot box shall be sealed;

- + Vote counting shall be conducted immediately after the voting is completed and the ballot box is sealed;

- Invalid ballots will not be counted, including:

- + Not in the form issued by the Organizing Committee or without the Company's official stamp;

- + Torn, scratched, erased, or repaired;

- + Not having the signature of the shareholder or the authorized representative;

- + Containing additional information or symbols that prevent the Counting Committee from determining the voter's opinion;

- + Having multiple opinions for the same voting content;

- The validity of the voting for each content on the ballot is independent of each other.

The invalidity of one voting content shall not affect the validity of other voting contents;

- In case a shareholder makes a mistake while filling out the ballot, and the ballot has neither been placed in the ballot box nor has the voting time expired, the shareholder may directly contact the Head of the Counting Committee to request a replacement ballot to ensure their rights.

b. Voting by show of hands (in case the ballot method is not applied) shall be conducted as follows: Shareholders or authorized representatives shall vote on each matter by raising their voting cards or by other means as directed by the Chairperson or the Presidium. The Counting Committee shall record the number of votes "Agree," "Disagree," and "No opinion" and announce the voting results to the GMS;

c. The election of members of the BOD and the BOS shall be conducted in accordance with the Election Regulations approved at the GMS or the regulations attached to the shareholder opinion collection form (in the case of collecting written opinions from shareholders).

2.11 Method of counting votes:

a. The Counting Committee is proposed by the Chairman and approved by the GMS to conduct the counting of votes at the meeting.;

b. The Counting Committee conducts the counting of votes according to the following regulations:

- The Counting Committee works in a separate room/area.
- The Counting Committee may use electronic means in counting votes..
- Check the validity of the Voting Card/Election Card.
- Check each Voting Card/Election Card in turn and record the counting results.
- Calculate and remove the number of shares without voting rights/electing rights of the relevant Shareholders (if any in each content to be voted).

- Seal all Voting Cards/Election Cards and hand them over to the Head of the Counting Committee.

c. Prepare and announce the Minutes of the Vote Counting:

- After the counting is completed, the Counting Committee shall prepare the Minutes of the Vote Counting Results;

- The content of the Minutes of the Vote Counting must include the following main contents:

- + Time and place of the vote counting;
- + Members of the Counting Committee;
- + Total number of Shareholders with voting rights attending the meeting;
- + Number and percentage of valid and invalid votes;
- + Number and percentage of voting rights for each issue;
- + The Minutes of the Vote Counting must be signed by members of the Counting Committee.

2.12 Announcement of vote counting results

The vote counting results are announced by the Counting Committee immediately at the GMS, before the closing of the Meeting.

2.13 Conditions for passing resolutions

a. Resolutions on the following matters shall be passed if approved by shareholders representing at least 65% of the total number of votes of all shareholders attending and voting at the GMS:

- Types of shares and the total number of shares of each type;
- Changes to business field, sectors, and industries;

- Changes of the Company's management structure;
- Investment in projects or disposal of assets with a value of 50% or more of the total asset value recorded in the latest audited financial statements of the Company;
- Reorganization or dissolution of the Company;

b. Resolutions on other matters, except those specified in point a of this Clause, shall be passed if approved by more than 50% of the total number of votes of all shareholders attending and voting at the meeting;

c. Resolutions of the GMS passed by 100% of the total number of votes are lawful and effective immediately, even if the procedures for convening the meeting and passing such resolutions violate the provisions of the Enterprise Law and the Company's Charter.

2.14 Preparation of the minutes of the GMS

a. The GMS shall be recorded in minutes and may be sound-recorded or video-recorded and stored in other electronic forms. The minutes must be prepared in Vietnamese, and can be prepared in foreign languages with the following main contents:

- Name, head office address, the enterprise number of the Company;
- Time and location of the meeting of the GMS;
- Agenda and contents of the meeting;
- Summary of the meeting and opinions expressed at the GMS on each issue in the agenda;

- Number of Shareholders and total number of votes of Shareholders attending the meeting, an appendix of the list of registered Shareholders and authorized representatives attending the meeting with the corresponding number of shares and votes;

- Total number of votes for each voting issue. Clearly stating the voting method, the total number of valid and invalid votes, the total number of votes "Agree," "Disagree," or "No opinions"; the corresponding percentage of the total number of votes of all the Shareholders attending at the meeting and participating in voting;

- Issues approved and corresponding percentage of votes approved;
- Full name and signature of the chairman and secretary. In case the chairman and / or secretary refuses to sign the minutes of a meeting, the minutes shall take effect if the minutes are signed by all other members of the Board of Directors attending the meeting and contain all the contents as stipulated in this clause. The minutes of the meeting must specify the refusal to sign the minutes by the chairman or the secretary.

b. The Minutes of the GMS must be completed and approved before the closing of the meeting. The chairman and secretary of the meeting or another person who signs in the minutes of the meeting are jointly responsible for the truthfulness and accuracy of the content of the minutes;

c. The Minutes prepared in Vietnamese and other foreign languages shall have equal legal effect. In case of any discrepancy in the contents between the minutes in Vietnamese and in other foreign languages, the contents of the minutes in Vietnamese shall prevail.

d. The minutes of the GMS are considered as authentic evidence of the work conducted at the GMS unless there is an objection to the content of the minutes made in accordance with the prescribed procedures within ten (10) days from the date of announcement of the minutes.

2.15 Announcement of the resolutions of the GMS:

Minutes of the GMS, appendix of the list of registered shareholders, resolutions of the GMS that have been passed and relevant documents attached to the invitation must be disclosed in accordance with the law on information disclosure on the stock market and must be stored at the Company's head office.

2.16 Method of Objecting to Resolutions of the GMS:

Within 90 days from the date of receipt of the resolution or minutes of the GMS or the minutes of the results of the vote counting of the GMS's written opinion collection, shareholders or groups of shareholders as stipulated in Clause 3, Article 12 of the Company's Charter have the right to request the Court or Arbitration to review and annul the resolution or part of the resolution of the GMS in the following cases:

- a. The procedures for convening the meeting and making decisions of the GMS seriously violate the provisions of the Law or the Company's Charter;
- b. The content of the resolution violates the law or the Company's Charter.

3. Procedures for passing resolutions of the GMS by way of collecting written opinions:

3.1 As it is considered necessary in the interests of the Company and Shareholders, the Chairman of the Board of Directors has the right to organize the collection of written opinions of Shareholders to approve matters within its authority.

3.2 Procedures for passing resolutions of the GMS by way of collecting written opinions are as follows:

a. The Board of Directors must prepare written opinion forms, draft resolutions of the GMS and documents explaining draft resolutions. The Board of Directors must ensure that documents are sent and published to shareholders within a reasonable time for consideration and must be sent at least fifteen (15) days prior to the deadline for receiving opinion forms. The requirements and methods for sending opinion forms and attached documents are implemented as stipulated in Clause 3, Article 18 of the Company's Charter.

b. The written opinion forms must include the following main contents:

- (i) Name, head office address, enterprise number of the Company;
- (ii) Purpose of collecting written opinions;
- (iii) For individual shareholder or authorized representative: Full name, contact address, nationality, identification card number, passport or other personal legal documents; For organizational shareholders or authorized representatives: name, enterprise number or serial number of the organizational document, the address of head office; number of shares of each class and number of votes of the Shareholder;
- (iv) Issues requiring opinions for passing;
- (v) Voting options including: "agree", "disagree" and "No opinion" for each issue to be voted on;
- (vi) The deadline for sending the opinion form to the Company for reply;
- (vii) Full name and signature of the Chairman of the Board of Directors and legal representative of the Company.

c. The completed opinion forms must be signed by the individual shareholder, or the legal representative of the organization shareholder or the authorized individual, or the legal

representative of the authorized organization.

d. The written opinion forms can be sent to the Company by the following methods::

(i) By Mail: The written opinion forms sent to the Company must be contained in a sealed envelope and no one is allowed to open it before counting the votes.;

(ii) By fax or email: The written opinion forms sent to the Company via fax or email must be kept confidential until the time of vote counting.

The opinion form returned to the Company after the deadline specified in the opinion form, or opened in case of mail delivery, or disclosed in case of fax or email delivery, shall be considered invalid. The opinion forms that are not returned shall be considered as not participating in the voting.

e. The Chairman of the Board of Directors (BOD) shall direct the vote counting and prepare the minutes of vote counting under the supervision of the representative of the Board of Supervisors (BOS) or a shareholder who does not hold a managerial position in the Company. The vote counting minutes must include the following key contents:

(i) Name, address of the head office, and enterprise number;

(ii) Purpose and issues requiring opinions to pass the resolution;

(iii) Number of shareholders and total voting rights participating in the vote, distinguished valid and invalid votes and voting methods with an appendix of the list of shareholders who participated in the vote;

(iv) Total number of votes in favor, against, and abstentions on each matter;

(v) Issues approved and the corresponding approval percentage;

(vi) Full names and signatures of the Chairman of the BOD, the vote counters, and the vote counting supervisors.

Members of the BOD, vote counters, and vote counting supervisors shall be jointly responsible for the integrity and accuracy of the vote counting minutes and jointly liable for any damage arising from decisions passed due to dishonest or inaccurate vote counting.

e. The vote counting minutes must be sent to shareholders within fifteen (15) days from the date of completion of vote counting. In case the Company has a website, the sending the vote counting minutes may be replaced by posting them on the Company's website within twenty-four (24) hours from the time of vote counting completion.

f. The answered opinion forms, the vote counting minutes, the passed resolutions, and all related documents attached to the ballots must be kept at the Company's head office.

g. A resolution is passed by collecting shareholders' written opinions if approved by more than 50% of the total voting rights of all shareholders entitled to vote and shall have the same validity as a resolution passed at a physical General Meeting of Shareholders.

4. Procedures for holding the GMS and passing resolutions via online conference or combination of physical and online conference:

4.1 The Company may organize the GMS in the form of an online conference or a combination of physical and online conference according to the decision of the BOD or in case of force majeure events such as natural disasters, war, pandemics, terrorism, riots, or government restrictions/prohibitions that affect the organization of a physical GMS.

4.2 In the event that the BOD decides to convene the GMS in the form mentioned in Section 4.1 above, the BOD is responsible for issuing and publishing the Regulations on organization and voting at the GMS in accordance with the selected meeting format.

Article 3. The Board of Directors

1. Roles, rights and obligations of the Board of Directors, and responsibilities of members of the Board of Directors

1.1 The Board of Directors is a management body of the Company and has the full authority to exercise rights and obligations of the Company in the name of the Company, except for the rights and obligations under the authority of GMS.

1.2 Rights and obligations of the Board of Directors are prescribed in Article 27 in the Company's charter.

1.3 The Board of Directors must report to the GMS on the Board of Directors' performance result as stipulated in Point b, Clause 1, Article 15 of the Company's Charter.

2. Nomination, self-nomination of candidates to the Board of Directors

2.1 In case the list of candidates for the Board of Directors (BOD) has been determined, the Company must disclose information about the candidates at least 5 (five) days prior to the opening of the GMS on the Company's website for shareholders to review before voting. The candidates for the BOD must submit a written commitment to the truthfulness and accuracy of the disclosed personal information and must commit to performing their duties with honesty, prudence, and in the best interest of the Company if elected as the BOD members. The disclosed information about the BOD candidates includes:

- a. Full name, date of birth;
- b. Professional qualifications;
- c. Career history;
- d. Other management positions (including BOD membership in other companies);
- e. Any other information (if any) as required by the Company's Charter.

2.2 Shareholders or groups of shareholders holding 10% or more of the total common shares have the right to nominate candidates for the BOD in accordance with the Enterprise Law and the Company's Charter.

2.3 If the number of candidates for the BOD through nomination and self-nomination is insufficient as stipulated in Clause 5, Article 115 of the Enterprise Law, the current BOD shall introduce additional candidates or organize nominations according to the Company's Charter, the Internal Corporate Governance Regulations, and the BOD's Operational Regulations. The current BOD's introduction of additional candidates must be clearly announced before the GMS votes to elect BOD members as required by law.

2.4 Members of the BOD must meet the standards and conditions prescribed in Article 155 of the Enterprise Law and the Company's Charter. A BOD member may concurrently serve as a BOD member in no more than 5 other companies.

2.5 The election of the BOD members shall be conducted by ordinary voting or cumulative voting as regulated by the election regulations approved by the GMS at each meeting.

3. Composition and Term of the Board of Directors

3.1 The number of BOD members is at least 5 members.

3.2 The term of BOD membership shall not exceed 5 years, and members can be re-elected for an unlimited number of terms. However, an individual may only serve as an independent BOD member for no more than 2 consecutive terms. In case all BOD members finish their term simultaneously, they shall continue their duties as BOD members until new members are elected and take over.

3.3 BOD Structure:

The BOD structure must ensure that at least one-third (1/3) of the total BOD members are non-executive members. The Company shall minimize the number of BOD members concurrently holding executive positions in the Company to ensure the BOD's independence.

3.4 A BOD member loses their membership if dismissed, removed, or replaced by the General Meeting of Shareholders in accordance with Article 160 of the Enterprise Law.

3.5 The appointment of BOD members must be disclosed as required by the law on information disclosure in the securities market.

3.6 BOD members are not required to be shareholders of the Company.

4. Remuneration and Other Benefits of BOD Members:

4.1 The Company has the right to pay remuneration and bonuses to BOD members based on performance and business efficiency. The total remuneration and bonus of the BOD are determined by the GMS at the annual meeting.

4.2 The remuneration of each BOD member shall be included in the Company's business expenses in accordance with the Corporate Income Tax Law, presented as a separate item in the Company's annual financial statements, and reported to the GMS at the annual meeting.

4.3 A BOD member who holds an executive position, works in BOD committees, or undertakes tasks beyond the scope of BOD duties may be paid additional compensation in the form of a lump sum, salary, commission, percentage of profit, or other forms as decided by the BOD.

4.4 BOD members are entitled to reimbursement of all travel, accommodation, and reasonable expenses incurred in the course of fulfilling their BOD responsibilities, including expenses for attending GMS, BOD meetings, or BOD committee meetings (if any).

4.5 BOD members may be covered by the Company's liability insurance upon approval of the GMS.

This insurance does not cover liabilities of BOD members related to violations of the law or the Company's Charter.

5. Procedures for Organizing Board of Directors (BOD) Meetings:

5.1 The Chairman of the BOD shall be elected at the first BOD meeting within 07 working days from the completion date of the BOD election. This meeting shall be convened and chaired by the member who received the highest number or percentage of votes. If there are multiple members with the same highest number or percentage of votes, the members shall vote by majority to select one among them to convene the BOD meeting.

5.2 The BOD must meet at least once per quarter and may also convene extraordinary meetings or collect opinions in writing.

5.3 The Chairman of the BOD shall convene a BOD meeting in the following cases:

- a. At the request of the Board of Supervisors (BOS) or an independent BOD member;
- b. At the request of the General Director (CEO) or at least 05 other managers;
- c. At the request of at least 02 BOD members;
- d. Other cases as prescribed by the Company's Charter.

5.4 The requests specified in Clause 5.3 must be made in writing, clearly stating the purpose, discussion topics, and matters within the BOD's authority to decide.

5.5 The Chairman must convene a BOD meeting within 07 working days from the date of receiving the request mentioned in Clause 5.3. If the Chairman fails to convene the meeting, they shall be responsible for any damages caused to the Company. The requester has the right to replace the Chairman to convene the BOD meeting.

5.6 The Chairman or the convener must send the meeting invitation at least 05 days before the meeting date. The invitation must specify the meeting time, location, agenda, issues to be discussed and decided. The invitation must attach related documents for the meeting and voting ballots.

The invitation can be sent via written notice, phone, fax, electronic means, or other methods as prescribed by the Company's Charter, ensuring it reaches the registered contact address of each BOD member.

5.7 The Chairman or the convener must also send the invitation and related documents to the BOS members as they would to BOD members.

5.8 BOS members have the right to attend BOD meetings and participate in discussions but do not have voting rights.

5.9 A BOD meeting shall be held when at least 3/4 of the total BOD members attend. If this requirement is not met, the meeting shall be reconvened within 07 days from the initial meeting date. In this case, the meeting shall be held if more than half of the BOD members attend.

5.10 The BOD meeting can be held in the form of a teleconference or other formats in which some or all BOD members who are at different locations can:

- a. Listen to other members speaking during the meeting; and
- b. Be able to speak to all other members as they wish. BOD resolutions passed in such meetings are valid and effective as if passed in a physical meeting if approved by the majority of attending members.

5.11 A BOD member is considered to have attended and voted at the meeting in the following cases:

- a. Attending and voting directly at the meeting;
- b. Authorizing another person to attend and vote;
- c. Attending and voting via teleconference, electronic voting, or other electronic means;
- d. Sending a voting ballot to the meeting via mail, fax, or email;
- e. Sending a voting ballot through other means as stipulated by the Company's Charter.

5.12 If the voting ballot is sent by mail, it must be sealed in an envelope and delivered to the Corporate Secretary no later than 01 hour before the meeting. The ballot shall be opened only in the presence of all attendees.

5.13 When necessary, the Chairman may collect BOD members' written opinions on matters within the BOD's authority following these steps:

- a. Send opinion collection forms with relevant documents and a draft resolution to BOD members;
- b. BOD members vote as requested by the Chairman and return the completed form within the deadline stated in the form;
- c. The Chairman appoints a Counting Committee to review and record the voting results;
- d. Based on the voting results, the Chairman signs and issues the BOD's resolution on the matters approved by BOD members.

The resolution passed by collecting written opinions is valid and has the same effect as a resolution passed at a duly convened BOD meeting.

5.14 BOD Meeting Minutes: The Chairman is responsible for sending the meeting minutes to all BOD members, and the minutes serve as official evidence of the meeting's content unless there are objections within 10 days from the sending date. The minutes must be prepared in Vietnamese and may also be in English. The minutes must bear the signatures of the chairperson and the recorder.

5.15 BOD resolutions and decisions are passed if approved by the majority of attending members. In case of a tie, the decision of the Chairman prevails. The BOD's resolutions must be disclosed within 24 hours following the Company's Charter and securities law regulations.

6. BOD Subcommittees: The BOD may establish subcommittees responsible for development policies, human resources, remuneration, internal audit, risk management, or other matters as resolved/decided by the BOD from time to time.

7. Corporate governance officer: The BOD appoints at least one corporate governance officer to assist with internal governance tasks in the enterprise, in accordance with Article 32 of the Company's Charter.

Article 4. Board of Supervisors (BOS)

1. Roles, Rights, and Obligations of the BOS and Responsibilities of BOS Members.

The BOS has the rights and obligations as prescribed in Article 38 of the Company's Charter.

2. Nomination and self-nomination of BOS Members (Supervisors)

2.1 The nomination and self-nomination of BOS members shall be carried out in accordance with Article 25 of the Company's Charter.

2.2 In case the number of candidates for the BOS, through nomination and self-nomination, is insufficient, the current BOS may nominate additional candidates or organize nominations following the Company Charter, the Internal Corporate Governance Regulations, and the BOS's Operating Regulations. The nomination of additional candidates by the current BOS must be clearly announced before the GMS votes to elect the BOS members in accordance with the law.

3. Term, Number, Composition, and Structure of the BOS:

3.1 The number of BOS members shall be at least three (03). The specific number of BOS members is decided by the GMS at each point in time. The term of an BOS member is no more than 5 years and can be re-elected with no limit on the number of terms.

3.2 BOS members must meet the standards and conditions stipulated in Article 169 of the Enterprise Law and must not fall into the following categories:

- a. Working in the accounting or finance department of the Company;
- b. Being a member or employee of an independent audit firm that has audited the Company's financial statements in the previous three (03) consecutive years.

3.3 BOS members shall be dismissed in the following cases:

- a. No longer meeting the standards and conditions to be an BOS member;
- b. Having a resignation letter and being accepted.
- c. Other cases as stipulated in the Company's Charter.

3.4 BOS members shall be removed in the following cases:

- a. Failing to fulfill assigned tasks and duties;
- b. Failing to exercise their rights and obligations for six (06) consecutive months, except for force majeure events;
- c. Repeatedly or seriously violating the obligations of an BOS member as stipulated by the Enterprise Law and the Company's Charter;
- d. Other cases as decided by the GMS.

4. Election of BOS Members: The election of BOS members shall be conducted by cumulative voting, in accordance with the Election Regulations approved by the GMS from time to time.

Article 5. General Director (CEO)

1. The CEO is the person who manages the Company's daily business operations, appointed by the BOD; supervised by the BOD; and responsible to the BOD and the law for the exercise of assigned rights and obligations.

2. The CEO's term is no more than 5 years and can be re-appointed with no limit on the number of terms. If the current CEO's term expires and a new CEO has not been appointed, the current CEO's term shall be extended until a new CEO is appointed. The CEO must meet the standards and conditions as prescribed by law and the Company's Charter.

3. The CEO has the rights and obligations as specified in Clause 3, Article 35 of the Company's Charter.

4. The BOD may dismiss the CEO upon the majority approval of the voting BOD members present at the meeting and appoint a new CEO as a replacement.

5. Salary and Other Benefits of the CEO: The CEO shall be paid salary and bonuses. The CEO's salary and bonuses are decided by the BOD. The CEO's salary shall be considered part of the Company's business expenses according to the laws on corporate income tax and shall be recorded as a separate item in the Company's annual financial statements.

Article 6. Coordination between the Board of Directors (BOD), Board of Supervisors (BOS), and General Director (CEO)

1. Invitations to Meetings of the BOD, BOS, and CEO:

1.1 The BOD shall invite the Head of the BOS to attend all BOD meetings and may invite certain executive members or supervisors to attend.

1.2 For important meetings, the Head of the BOS may invite certain members of the BOD and the executive team to attend the BOS meeting.

1.3 For important meetings, the CEO may invite certain members of the BOD, BOS, and the executive team to attend.

1.4 Meeting invitations must include the full agenda and meeting materials (if any) and be delivered to invitees at least three (03) days before the meeting takes place. Invited observers may join the discussion with the consent of the meeting chair but shall not have voting rights. Minutes, decisions, and resolutions of the meeting shall be sent to all attendees (including observers) within five (05) working days after the meeting concludes.

2. Reporting and Information Provision:

2.1 Copies of financial information and other information provided to BOD members, along with the BOD meeting minutes, must also be provided to BOS members at the same time.

2.2 BOD members, the CEO, and management at all levels must provide all information and documents related to the Company's operations upon the BOS's request. Such requests must be made in writing and signed by the Head of the BOS.

2.3 When necessary, the BOD has the right to require the CEO and other managers to provide reports on the performance of their assigned duties and powers.

2.4 The CEO must provide the following reports and information in writing to the BOD and BOS:

a. Results of implementing resolutions, business plans, and construction plans approved by the BOD and the GMS;

b. Reports on the Company's organization and operations periodically (quarterly, semi-annually, annually) and upon the BOD's request;

c. By October 31st every year, the CEO must submit a detailed business plan for the next fiscal year to the BOD for approval on the basis of meeting the budget requirements and the five-year financial plan;

d. Long-term, annual, and monthly budgets (hereinafter referred to as "budgets") for managing the Company's long-term, annual, and monthly operations under the business plan. The annual budget (including the balance sheet, income statement, and projected cash flow statement) for each fiscal year must be submitted for BOD approval including information required by the Company's regulations.

2.5 All decisions and executive directives issued by the CEO, authorized persons, or Chief Accountant relating to the Company's production and business activities, must be reported and sent to the BOD and BOS by one (01) copy.

3. Coordination of Supervision, Operation, and Management between BOD, BOS, and CEO:

3.1 Members of the BOD, the BOS, and the CEO shall regularly communicate, exchange information, and cooperate in a supportive and facilitating manner to perform their duties in accordance with the Company's Charter, operational regulations, and general action plans.

