



**RESOLUTION OF THE GENERAL MEETING OF SHAREHOLDERS  
VINHOMES JOINT STOCK COMPANY**  
*(Re: Approval of the amendment and supplementation of the Company's registered  
business lines)*

**GENERAL MEETING OF SHAREHOLDERS**

*Pursuant to:*

- Law on Enterprises dated 17 June 2020 and its implementation guidances;
- Charter of Vinhomes Joint Stock Company (the "**Company**");
- Proposal No: 10/2024/TTr-HĐQT-VHM date October 29, 2024 of the Board of Directors to approval of the amendment and supplementation of the Company's business lines;
- Minutes of vote counting prepared by the Voting Counting Committee dated 11/11/2024.

**RESOLVED TO:**

**Article 1: Approve the amendment and supplementation of the Company's registered business lines**

The General Meeting of Shareholders ("GMS") approved the amendments and supplements to the Company's registered business lines, specifically as follows:

| No. | Proposed supplemented business lines   | Business Code | Reason for adjustment                             |
|-----|--|---------------|---|
| 1.  | Growing of vegetables, leguminous crops and flowers                              | 0118          | To support the business operations of the Company |
| 2.  | Growing of other perennial crops   | 0129          |   |
| 3.  | Activities of head offices   | 7010          |   |
| 4.  | Industrial cleaning activities and specialized cleaning activities for buildings | 8129          |   |
| 5.  | Landscape care and maintenance service activities                                | 8130          |   |

**Article 2: Implementation**

Authorize the Chairman of the Board of Directors – the Legal Representative of the Company to carry out the relevant procedures regarding the registration to adjust the Company's business lines and to decide the adjustments and amendments to the details of the business lines as required by the competent authorities, in accordance with the business lines approved by the GMS.

The GMS approves the amendment and supplementation of Article 4 of the prevailing Company Charter to align with the adjustment to the aforementioned business lines and authorizes the Chief Executive Officer - the Legal Representative to finalize, sign and issue the new Charter incorporating the aforementioned amendment and supplementation, in accordance with the law.

### **Article 3: Effectiveness**

This Resolution takes effect from the date of signing.

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

#### **Recipients:**

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

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

**(Signed)**

**PHAM THIEU HOA**



No: 05/2024/NQ-DHDCD-VH



Hanoi, November 11, 2024

**RESOLUTION OF THE GENERAL MEETING OF SHAREHOLDERS****VINHOMES JOINT STOCK COMPANY***(Re: Approval of the amendments and supplements to the Company's Charter)***GENERAL MEETING OF SHAREHOLDERS***Pursuant to:*

- *Law on Enterprises dated 17 June 2020 and its implementation guidances;*
- *Charter of Vinhomes Joint Stock Company (the "Company");*
- *Proposal No. 11/2024/TTr-HĐQT-VHM dated October 29, 2024 of the Board of Directors on the amendments and supplements to the Company's Charter;*
- *Minutes of vote counting prepared by the Voting Counting Committee dated 11/11/2024.*

**RESOLVED TO:****Article 1: Approve the amendments and supplements to the Company's Charter**

Approve the proposed amendments and supplements to the Charter as outlined in Appendix attached to this Resolution.

In addition to the proposed amendments as outlined in the Appendix, certain adjustments shall be made with the sentence structure, terminology, and abbreviations in the Charter to ensure consistency in the form without affecting the content of its provisions. Other unchanged provisions of the Charter remain in full force and effect.

The new Charter shall become effective upon approval by the GMS and shall replace the Charter issued on April 24, 2024, along with any previously issued annexes to the Charter.

**Article 2: Implementation**

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

**Article 3: Effectiveness**

This Resolution takes effect from the date of signing.

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

**Recipients:**

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

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

**CHAIRMAN**

**(Signed)**

**PHAM THIEU HOA**

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

| No. | Related Provision   | Current Provision   | Proposed Amendment   | Reason for Amendment   |
|-----|---------------------|---|--|--|
| 1.  | <b>Article 4</b>    | None  | Supplementation of business lines  | In accordance with the BOD's proposal to supplement business lines.  |
| 2.  | <b>Article 18</b>   | Organization and Management Structure of the Company  | Organization and Management Structure of the Company   | Modify the title to unify the Model Charter and the Enterprise Law   |
| 3.  | <b>Article 19.2</b> | 19.2. The GSM shall have the authority to decide on the following matters.<br>h) Types of Shares and the total number of Shares authorized to be offered and designating the BOD to decide in details the manners in relation to the issue and offer of Shares or other securities that may be converted or exchanged into Shares of the Company, including without limitation to the plan for offer and/or issue (either by private placement or public offer), use of proceeds, repayment of debt, exchange or offer of depository certificates | 19.2. The GSM shall have the authority to decide on the following matters.<br>h) h) Types of Shares and the total number of Shares of each type authorized to be offered | Modify the content to unify the Model Charter and the Enterprise Law |
| 4.  | <b>Article 22.2</b> | 22.2. The person convening the GSM must carry out the following duties:   | 22.2. The person convening the GSM must carry out the following duties:  | Modify the content to unify the Enterprise Law and                   |

|    |                     |   |   |  |
|----|---------------------|---|---|--|
|    |                     | i. To prepare a list of Shareholders eligible to participate and vote at the meeting not earlier than ten (10) days before the GSM's meeting invitation sending date; an agenda of the meeting, and documents in accordance with the Law and the Charter  | i. To prepare a list of Shareholders eligible to participate and vote at the GSM's. The list of eligible shareholders to attend the General Meeting of Shareholders shall be drawn up no more than ten (10) days prior to the date of sending the invitation to the General Meeting of Shareholders; The Company must publish information about the preparation of the list of eligible shareholders to attend the General Meeting of Shareholders at least twenty (20) days before the last registration date. | Decree 155/2020/ND-CP  |
| 5. | <b>Article 23.6</b> | The election of the Chairperson, secretary and vote counting committee of the General Meeting of Shareholders shall be regulated as follows<br>a) The Chairperson of the BOD shall act or authorize another member of the BOD to act as the Chairperson of the GMS convened by the BOD. In a case where the Chairperson is absent or is temporarily incapable of working, the remaining members of the BOD shall elect one person among themselves (by a majority vote) to chair the meeting. In a case a Chairperson is not elected, the head of the SVB shall arrange for the GMS to elect the Chairperson of the meeting from amongst the people attending the meeting and the person with the highest number of votes shall act as Chairperson of the meeting | To be removed   | Due to duplicate content in Clause 23.1 Article 23               |
| 6. | <b>Article 24.1</b> | 24.1. The GSM shall pass any Resolutions within their authority by way of a vote at a GSM's meeting or by collecting written opinions from the Shareholders<br>iv. Amendments of and supplement to the Charter of the Company   | 24.1. The GSM shall approve any matters within their authority by way of a vote at a GSM's meeting or by collecting written opinions from the Shareholders<br>iv. To be removed   | Edit the title to unify the Model Charter and the Enterprise Law |

|    |                        |   |  |  |
|----|------------------------|---|--|--|
| 7. | <b>Article 24.3.ii</b> | <p>b. Send the opinion collection forms to Shareholders by registered to the Shareholder’s registered address in the list of legitimate shareholders and post on the Company’s website at least ten (10) days prior to the opinion collection forms returning closing date. The meeting materials enclosed with voting form must be posted on the Company’s website, including (i) the draft resolutions of the GSM; (ii) materials explaining contents of the draft resolution of the GSM. The opinion collection forms to be sent to Shareholders as stipulated in this Clause must specify the address and how downloading method of the meeting materials. The Company will send materials together with opinion collection forms at the request of Shareholders;</p> <p>c. Shareholders can return the opinion collection forms to the Company by the following methods:</p> <ul style="list-style-type: none"> <li>- By regular mail: opinion collection forms returned to the Company must be signed by the Shareholder in case of Shareholder being individual or signed by the Authorized Representative(s) or Legal Representative(s) in case of Shareholder being a legal entity or organization. The voting form returned to the Company must be given in a sealed envelope and must not be opened before the counting of votes;</li> <li>- By fax or via the Company’s official registered electronic mail address (email): the opinion collection forms returned to the Company by fax or email must be kept private and confidential until for the vote counting.</li> </ul> | <p>b. The preparation of the list of Shareholders and the method of sending ballots and accompanying documents to Shareholders shall be carried out similarly to the provisions in Article 22.2 and Article 22.3 of this Charter. The ballots sent to Shareholders must clearly state the place where the documents are posted and the method for Shareholders to send the completed ballots to the Company.</p> <p>Ballots sent to the Company after the deadline specified in the ballot or opened in the case of mail and disclosed in the case of fax or email are invalid. Ballots that are not returned shall be considered as non-voting votes.</p> | Modify the content to unify the Model Charter and the Enterprise Law |
|----|------------------------|---|--|--|



|           |                     |  |   |  |
|-----------|---------------------|--|---|--|
|           |                     | <ul style="list-style-type: none"> <li>- Absentee ballots sent to the Company after the deadline written therein, absentee ballots sent by post in opened envelopes, absentee ballots sent by faxes or emails which have been leaked are all invalid. If an absentee ballot is not submitted, it will be excluded from voting</li> </ul> |   |  |
| <b>8.</b> | <b>Article 56.1</b> | 56.1. The amendments of and supplement to this Charter shall be made in accordance with Article 24.1(ii) of this Charter   | 56.1. Amendments and supplements to the Charter must be considered and decided by the General Meeting of Shareholders | To align with the Model Charter and revised Article 24.1 above |

**RESOLUTION OF THE GENERAL MEETING OF SHAREHOLDERS  
VINHOMES JOINT STOCK COMPANY**  
*(Re: Approval of the listing of bonds on foreign stock exchange and related matters)*

**GENERAL MEETING OF SHAREHOLDERS**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 promulgated by the National Assembly on 17 June 2020 and its implementation guidelines;
- Pursuant to the Law on Securities No. 54/2019/QH14 promulgated by the National Assembly on 26 November 2019 and its implementation guidelines ;
- Pursuant to Decree 155/2020/ND-CP of the Government dated 31 December 2020 guiding detailed implementation of provisions of the Law on Securities (“**Decree 155**”);
- Pursuant to Decree 153/2020/ND-CP of the Government dated 31 December 2020 guiding the offering and trading of private placement corporate bonds on onshore market and offering of corporate bonds issued on offshore markets (“**Decree 153**”);
- Pursuant to Decree 65/2022/ND-CP of the Government dated 16 September 2022 amending and supplementing a number of articles of Decree 153;
- Pursuant to Decree 08/2023/ND-CP of the Government dated 5 March 2023 amending, supplementing and suspending a number of articles of the Decrees governing the offering, trading of privately placed corporate bonds in domestic market and offering of corporate bonds in international market;
- Pursuant to the Charter of Vinhomes Joint Stock Company (“**Vinhomes**” or “**Company**” or “**Issuer**”);
- Pursuant to Proposal No.: 12/2024/TT-HĐQT-VHM dated October 29, 2024 of the Board of Directors (“**BOD**”) approval on the listing of Bonds on the Foreign Stock Exchange and related matters;
- Minutes of vote counting prepared by the Voting Counting Committee dated 11/11/2024;
- Pursuant to Vinhomes’ actual needs and circumstances.

**RESOLVED TO:**

**Article 1:** Approval of the listing and trading on the Singapore Stock Exchange of the bonds issued by the Company to international markets ( “**Bonds**”) with key terms as outlined in Appendix 1 attached to this Resolution, in accordance with the issuance plan approved by the Board of Directors pursuant to applicable laws and the Company Charter.

**Article 2:** Approval of the implementation

Assigning the Board of Directors and authorizing the Board of Directors to authorize the Chief Executive Officer, based on the specific conditions, to decide and be responsible for the implementation of all necessary tasks and procedures to successfully carry out the registration of the listing and trading of the Bonds on the Singapore Stock Exchange as approved by the General Meeting of Shareholders in accordance with applicable laws.

**Article 3: Effectiveness**

This Resolution takes effect from the date of signing.

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

**Recipients:**

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

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

**CHAIRMAN**

**(Signed)**

**PHAM THIEU HOA**

## APPENDIX I – KEY TERMS OF LISTED INTERNATIONAL BOND

- Name of Bonds : Vinhomes international bonds
- Type of Bonds : Bond issued to international market denominated in United States Dollars (USD) are non-convertible, non-warrant linked, and non-secured bonds
- Currency of issuance and payment of principal and interests of the Bonds : United States Dollars
- Form of Bonds : The Bonds will be issued in book entries.
- Par value : USD 200,000 / Bond
- Total issuance amount based on par value) : Up to USD 500,000,000 (Five hundred million United States Dollars), to be issued in two tranches. The issuance value of each tranche shall be subject to approval by the Board of Directors on Issuance Plan.
- Total issue amount : Estimated maximum of 2,500 Bonds, to be issued in two tranches. The issue amount of each tranche shall be subject to approval by the Board of Directors on Issuance Plan.
- Offering price (estimated) : Subject to approval by the Board of Directors on Issuance Plan
- Purpose of use of proceeds from Bonds issuance : Proceeds from the Bond issuance are expected to be used for purposes in accordance with the provisions of law, as approved by the Board of Directors.
- Time of issuance : The Bonds are expected to be issued in 2025, in two tranches, subject to approval by the Board of Directors, market conditions and approval of competent state agencies
- Maturity : Up to 5 (five) years from the issuance date of Tranche 1.
- Interest rate : Subject to approval of the Board of Directors, depends on market situation at the time of issuance
- Payment method of principal and interest of the Bonds : Interest payments are made every 6 months in arrears, with the principal to be repaid at or before maturity, subject to the prevailing market and issuance terms and conditions
- Issuance method : The Bonds to be issued via bookrunners (following a bookbuilding process led by the Joint Global Coordinators/Bookrunners)
- Issuance and Listing of the Bonds : The Bonds are expected to be issued in Singapore and shall be listed on the Singapore Exchange (SGX-ST). The Bonds will not be offered and listed in Vietnam
- Subjects : Institutional or individual investors in compliance with the applicable laws



**SHAREHOLDERS' VOTE COUNTING MINUTES  
VINHOMES JOINT STOCK COMPANY  
(BY SOLICITATION OF WRITTEN OPINIONS)**

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**VINHOMES JOINT STOCK COMPANY**

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

Business registration certificate No.: 0102671977, initially issued by the Business registration office – Hanoi's Department of Planning and Investment on 6 March 2008.

Today, at 14:00pm on November 11, 2024, at the head office of Vinhomes Joint Stock Company (“**Company**”), The Board of Directors (“**BOD**”) organizes the vote counting to collect shareholders' written opinions. The Vote Counting Committee consists of the following members:

1. Mr. Pham Thieu Hoa – Chairman of the Board of Directors – Head of the Vote Counting Committee
2. Ms. Nguyen Thu Hang – Member of the Board of Directors cum Chief Executive Officer – member of the Committee
3. Ms. Nguyen Le Van Quynh - Head of the Supervisory Board – member of the Committee
4. Ms Nguyen Thị Thu Hang – The representative in charge of administration – Secretary, carrying out the vote counting

The Vote Counting Committee jointly conduct vote counting for resolutions of the General Meeting of Shareholder (“**GMS**”) under the solicitation of written opinions.

**I. Purpose and matters of solicitation of shareholders' written opinions.**

The Chairman of the Board of Directors organizes the solicitation of shareholders' written opinions to approve matters within the jurisdiction of the GMS.

Matters requiring written opinions for Resolution approval:

- Approval of the supplementation of the Company's registered business lines;
- Approval of the amendments and supplements to the Company's Charter;
- Approval of the listing of bonds on a foreign stock exchange and related matters.

**II. General information:**

Company's charter capital: VND 43,543,674,880,000 (*In words: Forty-three thousand five hundred forty-three billion six hundred seventy-four million eight hundred eighty thousand VND*).

Company's total number of shares: 4,354,367,488 shares, in which:

- Number of ordinary shares: 4,354,367,488 shares
- Number of preferred shares: 0 shares
- Total number of shares with voting rights: 4,354,367,488 shares, accounting for 100% of total number of votes with voting rights.
- The total number of shareholders with voting rights: 45,230 shareholders, representing 100% of total number of votes with voting rights, according to the shareholder list prepared by the Vietnam Securities Depository and Clearing Corporation (VSDC) on October 23, 2024.

### III. Vote Counting results

1. Each shareholder is entitled to receive a written opinion form (“**Ballot**”) from the Company. The ballot shall state the number of shares owned by the shareholder corresponding to the number of votes cast. **Each share corresponds to one vote.**
2. Total number of ballots sent to shareholders: 45,230 votes, representing/owning 4,354,367,488 shares, corresponding to 4,354,367,488 votes, accounting for 100% of the total number of votes with voting rights.
3. Number of shareholder votes returned: 106 votes, corresponding to 3,272,524,169 shares, accounting for 75.155% of the total number of votes with voting rights, of which:
  - Number of valid votes: 106 votes, representing: 3,272,524,169 shares
  - Number of invalid votes: 0 vote, representing: 0 shares
4. Number of votes not returned by shareholders: 45,124 votes, corresponding to 1,081,843,319 shares, accounting for 24.845% of the total number of votes with voting rights.

### IV. Voting results of each matter for solicitation of written opinion:

1. **Approval of the supplementation of the Company’s business lines in accordance with the Proposal of the BOD and the draft Resolution of the GMS attached to the ballot**

*Voting results:*

| No. | Type of opinion | Number of ballots | Number of shares represented | Ratio/Total number of votes (%) | Ratio/Total number of valid votes returned to the Company (%) |
|-----|-----------------|-------------------|------------------------------|---------------------------------|---|
| 1   | Approve         | 105               | 3,272,439,669                | 75.153                          | 99.997  |
| 2   | Disapprove      | 0                 | 0                            | 0                               | 0   |
| 3   | Abstain         | 01                | 84,500                       | 0.002                           | 0.003   |
|     | Total           | <b>106</b>        | <b>3,272,524,169</b>         | <b>75.155</b>                   | <b>100</b>  |

2. **Approval of the amendments and supplements to the Company’s Charter in**

accordance with the Proposal of the BOD and the draft Resolution of the GMS attached to the ballot.

*Voting results:*

| No. | Type of opinion | Number of ballots | Number of shares represented | Ratio/Total number of votes (%) | Ratio/Total number of valid votes returned to the Company (%) |
|-----|-----------------|-------------------|------------------------------|---------------------------------|---|
| 1   | Approve         | 103               | 3,257,239,269                | 74.804                          | 99.533  |
| 2   | Disapprove      | 03                | 15,284,900                   | 0.351                           | 0.467   |
| 3   | Abstain         | 0                 | 0                            | 0                               | 0   |
|     | <b>Total</b>    | <b>106</b>        | <b>3,272,524,169</b>         | <b>75.155</b>                   | <b>100</b>  |

3. **Approval of the listing of bonds on a foreign stock exchange and related matters in accordance with the Proposal of the BOD and the draft Resolution of the GMS attached to the ballot**

*Voting results:*

| No. | Type of opinion   | Number of ballots | Number of shares represented | Ratio/Total number of votes (%) | Ratio/Total number of valid votes returned to the Company (%) |
|-----|-------------------|-------------------|------------------------------|---------------------------------|---|
| 1   | <i>Approve</i>    | 102               | 3,257,154,769                | 74.802                          | 99.530  |
| 2   | <i>Disapprove</i> | 03                | 15,284,900                   | 0.351                           | 0.467   |
| 3   | <i>Abstain</i>    | 01                | 84,500                       | 0.002                           | 0.003   |
|     | <i>Total</i>      | <b>106</b>        | <b>3,272,524,169</b>         | <b>75.155</b>                   | <b>100</b>  |

**V. *The approved Resolutions:***

1. **Approval of the supplementation of the Company's business lines**

*This resolution was approved with an approval voting ratio of 75.153% of the total number of votes and shall take effect immediately.*

2. **Approval of the amendments and supplements to the Company's Charter**

*This resolution was approved with an approval voting ratio of 74.804% of the total number of votes and shall take effect immediately.*

3. **Approval of the listing of bonds on a foreign stock exchange and related matters.**

*This resolution was approved with an approval voting ratio of 74.802% of the total number of votes and shall take effect immediately.*

*The vote counting is completed on the same day.*

*All members of the Vote Counting Committee unanimously approved the content of the Minutes, collectively taking responsibility for the accuracy and truthfulness of the content of the Vote Counting Minutes and signed below.*

*Signature of members of the Vote Counting Committee*

**On behalf of the Board of Directors  
Chairman of the Board of Directors –  
Head of the Vote counting committee**

**Member of The Board Of Directors – Cum  
Chief Executive Officer  
Member of the Vote counting committee**

**(Signed)**

**(Signed)**

**PHAM THIEU HOA**

**NGUYEN THU HANG**

**Head of The Supervisory Board –  
Member of the Vote counting committee**

**The Representative In Charge of  
Administration – Secretary, Carrying Out  
The Vote Counting**

**(Signed)**

**(Signed)**

**NGUYEN LE VAN QUYNH**

**NGUYEN THI THU HANG**