

**INTRESCO****CÔNG TY CỔ PHẦN ĐẦU TƯ - KINH DOANH NHÀ**
INVESTMENT AND TRADING OF REAL ESTATE JSC

18 Nguyễn Bình Khiêm, P. Đakao, Q. 1, TP. HCM. ĐT: 3.8230 256 - Fax: 3.8293 764 www.intresco.com.vn

HCM City, April 04th, 2025

**PROPOSED AGENDA AND CONTENTS
OF 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS
INVESTMENT AND TRADING OF REAL ESTATE JSC**

Time: 8 AM, Tuesday April 29th, 2025

No	TIME	CONTENS
1	8h – 8h30	Registration to attend the AGM
2	8h30’	Report on examination of the validation of the Meeting
3	8h45’	Opening of the Meeting. Adopting the Presidium, Secretary, and Counting Committee
4	9h	Adopting: Working regulations at the Congress and Congress Agenda
5	9h5’	Report of BOD
6	9h15’	Report of General Director
7	9h20’	Report of Supervisory Board
8	9h25’	Report of 2024 Audited Financial Statements
9	9h30’	Report of Independent Board Members
10	9h35’	Report of Internal Audit Committee
11	9h40’	Proposals for 2025 AGM
12	10h	The Meeting discusses and votes to approve the reports and Proposals
13	10h30’ – 11h	Break
14	11h	Approving Minutes and Resolution of 2025 AGM.
15	11h10’	Closing

CONGRESS ORGANIZING COMMITTEE



INTRESCO

CÔNG TY CỔ PHẦN ĐẦU TƯ - KINH DOANH NHÀ
INVESTMENT AND TRADING OF REAL ESTATE JSC

18 Nguyễn Bình Khiêm, P. Đakao, Q. 1, TP. HCM. ĐT: 2838.230.256 - Fax: 2838.293.764 www.intresco.com.vn

Số: 01/TT-ĐTKDN-HĐQT

TP. HCM, ngày 01 tháng 04 năm 2025

TỜ TRÌNH PROPOSAL

V/v: Thông qua báo cáo tài chính hợp nhất đã được kiểm toán năm 2024

Re: Approval of audited consolidated 2024 Financial Statements

Kính trình: Đại hội đồng cổ đông - Công ty Cổ phần Đầu tư – Kinh doanh nhà

Respectfully To: The Annual General Meeting of Shareholders

- Căn cứ Điều lệ Công ty cổ phần Đầu tư – Kinh doanh nhà Pursuant to the Charter of Investment and Trading of Real Estate Jsc.
- Căn cứ Báo cáo tài chính hợp nhất năm 2024 đã kiểm toán Pursuant to the audited consolidated 2024 financial statements.

Thực hiện Nghị quyết của Đại hội đồng cổ đông (ĐHĐCĐ) thường niên năm 2024, Hội Đồng Quản Trị Công ty đã lựa chọn Công ty TNHH Kiểm toán và Tư vấn Chuẩn Việt – VIETVALUES làm đơn vị kiểm toán Báo cáo tài chính năm 2024.

Implement to the Resolution of the 2024 Annual General Meeting of Shareholders (AGM), the Board of Directors of the Company has selected Chuan Viet Auditing and Consulting Company Limited - VIETVALUES as the audit company of the 2024 Financial Statements

Hội Đồng Quản Trị Công ty kính trình Đại hội đồng cổ đông Công ty xem xét và thông qua Báo cáo tài chính hợp nhất năm 2024 đã được kiểm toán. Báo cáo đã được công bố theo quy định của pháp luật và đăng tải toàn bộ lên website của công ty.

The Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval of the audited consolidated 2024 Financial Statements. They have been disclosed according to stipulation of the law and published on Company's website.

Trân trọng.

Best Regards.

TM. HỘI ĐỒNG QUẢN TRỊ/ ON BEHAFE OF BOD

CHỦ TỊCH/ CHAIRMAN



NGUYỄN MÃNH



INTRESCO

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Số: 02/TT-ĐTKDN-HĐQT

TP.HCM, ngày 01 tháng 04 năm 2025

TỜ TRÌNH/ PROPOSAL

V/v: *Phân phối lợi nhuận năm 2024*

Re: *Distribution plan of 2024's profit*

Kính trình: Đại hội đồng cổ đông - Công ty Cổ phần Đầu tư – Kinh doanh nhà

Respectfully To: The Annual General Meeting of Shareholders

- Căn cứ Điều lệ Công ty cổ phần Đầu tư – Kinh doanh nhà Pursuant to the Charter of Investment and Trading of Real Estate Co.,.
- Căn cứ Báo cáo tài chính hợp nhất năm 2024 đã kiểm toán Pursuant to the audited consolidated 2024 financial statements.

Năm 2024 lợi nhuận sau thuế của cổ đông Công ty mẹ đạt: 32.915.996.471 đồng. Hội đồng Quản trị Công ty trình Đại hội đồng cổ đông chủ trương phân phối lợi nhuận năm 2024 như sau:

The profit after tax of 2024 is: 32.915.996.471 VND. The Board of Directors respectfully submits to the AGM for distribution plan of 2024's profit as below:

- Thù lao HĐQT và BKS (1,5% lợi nhuận sau thuế) / 493.739.947 VND
Remuneration of BOD and BOS (1.5% profit after tax)
- Trích quỹ khen thưởng, phúc lợi cho CBCNV (2% lợi nhuận sau thuế)/ Welfare and Reward Fund for employees (2% profit after tax) 658.319.929 VND
- Lợi nhuận để lại/ Remaining undistributed profit 31.763.936.595 VND

Phần còn lại của lợi nhuận sau thuế đến thời điểm 31/12/2024 sau khi trích lập các quỹ sẽ được để lại để dùng cho hoạt động đầu tư kinh doanh của Công ty.

The remaining undistributed profit up to December 31, 2024 after setting aside funds will be retained for the Company's business investment activities.

Kính trình Đại hội đồng cổ đông xem xét và thông qua phương án phân phối lợi nhuận nêu trên.

The Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval of distribution plan of 2024's profit.

Trân trọng/ Best Regards.

TM. HỘI ĐỒNG QUẢN TRỊ/ ON BEHAFE OF BOD



NGUYỄN MÃNH

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Số: 03/TT-ĐTKDN-HĐQT

Tp. HCM, ngày 01 tháng 04 năm 2025

TỜ TRÌNH/ PROPOSAL**V/v: Thù lao các thành viên Hội đồng Quản trị và Ban kiểm soát năm 2025****Re: Remuneration for the BOD members and the SB members in 2025****Kính trình: Đại hội đồng cổ đông - Công ty Cổ phần Đầu tư – Kinh doanh nhà****Respectfully To: The Annual General Meeting of Shareholders**

- Căn cứ Điều lệ Công ty cổ phần Đầu tư – Kinh doanh nhà Pursuant to the Charter of Investment and Trading of Real Estate Co.,
- Căn cứ Báo cáo tài chính hợp nhất năm 2024 đã kiểm toán Pursuant to the audited consolidated 2024 financial statements.
- Căn cứ Nghị quyết Đại hội đồng cổ đông thường niên năm 2024 ngày 24/04/2024./ Pursuant to the Resolution of 2024 AGM date April 24th, 2024.

Hội Đồng Quản Trị Công ty kính trình Đại hội đồng cổ đông xem xét và thông qua việc chi thù lao các thành viên Hội đồng quản trị và Ban kiểm soát năm 2024 và kế hoạch chi thù lao năm 2025 như sau:

The Board of Directors respectfully submits to the AGM for consideration and approval of the remuneration of members of the Board of Directors and the Board of Supervisors in 2024 and the remuneration payment plan for 2025 as follows:

1. Thù lao HĐQT và BKS năm 2024/ The remuneration of the BOD and the SB in 2024:
 - Lợi nhuận sau thuế Công ty mẹ/ Profit after tax: 32.915.996.471 VND
 - Thù lao HĐQT & BKS/ The remuneration of the BOD and the SB: 32.915.996.471 VND x 1,5% = 493.739.947 VND.
2. Kế hoạch chi thù lao HĐQT và BKS năm 2025/ Remuneration payment plan of BOD and SB in 2025:
 - Đề nghị mức thù lao HĐQT và BKS là 105.000.000 đồng /1 tháng / Proposing remuneration for the Board of Directors and Board of Supervisors is 105.000.000 VND per month.
3. Giao cho Hội đồng quản trị phân phối thù lao cho các thành viên HĐQT và BKS/ The BOD is assigned to distribute the remuneration to BOD members and SB members.

Trân trọng/ Best Regards

TM. HỘI ĐỒNG QUẢN TRỊ/ ON BEHAPE OF BOD**CHỦ TỊCH/ CHAIRMAN****NGUYỄN MÃNH**

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INVESTMENT AND TRADING OF REAL ESTATE JSC

18 Nguyễn Bình Khiêm, P. Đakao, Q. 1, TP. HCM. ĐT: 38230256 - Fax: 38293764 - www.intresco.com.vn

Số: 04/TT-ĐTKDN-HĐQT

Tp. Hồ Chí Minh, ngày 01 tháng 04 năm 2025

TỜ TRÌNH/ PROPOSAL**Vv: Chọn công ty kiểm toán để kiểm toán báo cáo tài chính năm 2025****Re: Selecting an auditing company to audit financial statements in 2025****Kính trình: Đại hội đồng cổ đông - Công ty Cổ phần Đầu tư – Kinh doanh nhà****Respectfully To: The Annual General Meeting of Shareholders**

- Căn cứ Điều lệ Công ty cổ phần Đầu tư – Kinh doanh nhà/ Pursuant to the Charter of Investment and Trading of Real Estate Co.,
- Căn cứ hoạt động của Quy chế Ban kiểm soát đã được Đại hội đồng cổ đông thường niên thông qua ngày 28/04/2021/ Pursuant to the Supervisory Board Regulation approved on April 28, 2021 by 2021 Annual General Meeting of Shareholders.
- Căn cứ danh sách các Công ty kiểm toán được Ủy Ban Chứng khoán Nhà nước chấp thuận kiểm toán cho các tổ chức phát hành, tổ chức niêm yết và tổ chức kinh doanh chứng khoán./ Pursuant to the list of auditing companies approved by the State Securities Commission to audit issuing organizations, listed organizations and securities trading organizations

Để phục vụ cho việc kiểm toán báo cáo tài chính năm 2025 của Công ty CP Đầu tư – Kinh doanh Nhà, Ban kiểm soát công ty đã tìm hiểu và lựa chọn các đơn vị kiểm toán sau:

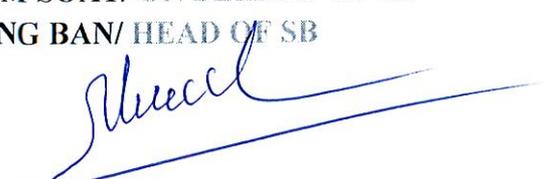
In order to audit financial statements in 2025 of company, The Supervisory Board has researched and selected the following audit companies:

1. Công ty TNHH EY Việt Nam/ Earn & Young Vietnam Co. Ltd.
2. Công ty TNHH PwC Việt Nam/ PwC Vietnam Co. Ltd
3. Công ty TNHH Kiểm toán và Tư vấn Chuẩn Việt – VIETVALUES/ Chuan Viet Auditing and Consulting Co. Ltd
4. Công ty TNHH Dịch vụ Tư vấn Tài chính Kế toán & Kiểm toán Phía Nam (AASCS) / Southern Accounting & Auditing Financial Consulting Services Co. Ltd

Kính trình Đại Hội Đồng Cổ Đông ủy quyền cho Hội Đồng Quản Trị Công ty quyết định chọn lựa công ty kiểm toán trong danh sách trên để kiểm toán báo cáo tài chính năm 2025 phù hợp với điều kiện thực tế của công ty.

Respectfully submit to the AGM to authorize the Company's BOD to decide on selecting an auditing company from the above list to audit the 2025 financial statements in accordance with the actual conditions of the Company.

Trân trọng/ Best Regards

TM. BAN KIỂM SOÁT/ ON BEHALF OF SB
TRƯỞNG BAN/ HEAD OF SB
PHAN THỊ HỒNG LIÊN

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Số: 05/TT-ĐTKDN-HĐQT

Tp. Hồ Chí Minh, ngày 01 tháng 04 năm 2025

TỜ TRÌNH/ PROPOSAL*V/v: Kế hoạch đầu tư kinh doanh năm 2025**Re: Business and investment plan in 2025*Kính trình: Đại hội đồng cổ đông - Công ty Cổ phần Đầu tư – Kinh doanh nhàRespectfully To: The Annual General Meeting of Shareholders

- Căn cứ Điều lệ Công ty cổ phần Đầu tư – Kinh doanh nhà Pursuant to the Charter of Investment and Trading of Real Estate Co.,

Hội đồng quản trị công ty trình Đại hội đồng cổ đông năm 2025 xem xét, phê duyệt kế hoạch đầu tư kinh doanh năm 2025 với một số tiêu chí chính như sau:

The Board of Directors respectfully submits to the AGM for consideration and approval of the 2025 business and investment plan as below:

STT No	HẠNG MỤC Criteria	Kế hoạch 2025/ Plan in 2025 (triệu đồng/ million VND)
I	TỔNG DOANH THU/ TOTAL NET REVENUE	640.770
1	Kinh doanh nhà/ Real estate	28.000
2	Xây lắp/ Construction	200.000
3	Cho thuê bất động sản và khác/ Real estate rental and others	77.770
4	Dịch vụ khách sạn/ Hotel services	335.000
II	LỢI NHUẬN SAU THUẾ/ PROFIT AFTER TAX	36.100

Trân trọng.

Best Regards.

TM HỘI ĐỒNG QUẢN TRỊ
CHỦ TỊCH**NGUYỄN MÃNH**



INTRESCO

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No: 06 /ĐTKDN-HĐQT

Hochiminh City, April 01st, 2025

PROPOSAL

Re: Revise and supplement the contents of the Company's Organization and Operation Charter

Respectfully To: The Annual General Meeting of Shareholders

- Pursuant to the Charter of Investment and Trading of Real Estate Co.,
- Pursuant to 2020 Law on Enterprises;
- Pursuant to Circular No. 116/2020/TT-BTC dated December 31, 2020 of the Minister of Finance

The Board of Directors proposes to revise and supplement contents of the Company's Organization and Operation Charter as follows:

CURRENT CONTENT	REVISED CONTENT
<p>Article 1. Definitions</p>	<p>Article 1. Definitions</p> <p>1. For the purpose of this Charter, the terms below are construed as follows:</p> <p><i>(Supplement):</i></p> <p>k) “shareholder” means an individual or organization that owns at least one share of the Company;</p> <p>l) “founding shareholder” means a shareholder that holds at least one ordinary share and is included in the Company’s list of founding shareholder;</p>

	g) “ <i>Stock Exchanges</i> ” include Vietnam Exchange (VNX) and its subsidiary companies
<p>Article 9. Transfer of shares</p> <p>2. In the case of the death of a shareholder, the executors or administrators of the dead’s asset shall be recognized by the Company as the only person(s) having rights to or interest in the shares, but this provision does not release the deceased shareholder’s asset from any liability in respect of any shares held by him/ her.</p>	<p>Article 9. Transfer of shares</p> <p>2. In the case of the death of a shareholder, the inheritance of shares shall be subject to the provisions of relevant laws.</p>
<p>Article 10. Withdrawal of shares</p> <p>5. The shareholder holding the withdrawn shares will no longer be shareholder of these shares but still have to pay all related amounts plus interest (not exceeding 1.5 times the 12-month loan interest rate of the Bank for Foreign Trade of Vietnam) at the time of withdrawal under the decision of the Board of Directors from the date of withdrawal to the date of payment. The Board of Directors has the full authority to enforce payment for the entire value of the share certificate at the time of withdrawal or may reduce payment of part or all of that amount.</p>	<p>Article 10. Withdrawal of shares</p> <p>5. The shareholder holding the withdrawn shares will no longer be shareholder of these shares but still has the liability in proportion to the total nominal value of the subscribed shares upon withdrawal under the decision of the Board of Directors for the period from the date of withdrawal to the date of payment. The Board of Directors has the full authority to enforce payment for the entire value of the share certificate at the time of withdrawal</p>
<p>Article 13. Obligations of shareholders</p>	<p>Article 13. Obligations of shareholders</p> <p><i>(Supplement)</i></p> <p>1. Do not withdrawn capital contributed in ordinary shares in any form, except the shares are repurchased by the Company or another person.</p> <p>In case the shareholder withdraws part or all of the contributed capital contrary to the provisions of this clause, that shareholder</p>

<p>2. Participate in the GMS and exercise the right to vote in person or authorized representative or electronic votes. Shareholders authorize a member of the Board of Directors to represent them at the General Meeting of Shareholders.</p>	<p>and the related-interest person in the Company shall be jointly liable for the debts and other obligations of the Company within the value of the withdrawn shares and any damages incurred.</p> <p>2. Protect the confidential of information provided by the Company in accordance with the Company's Charter and the law; only use the provided information for exercising and protecting their lawful rights and interests; do not copy, send the information provided by the Company to any other organizations and individuals</p> <p>3. Participate in the GMS and exercise the right to vote in the following manners:</p> <p>a) Participate and vote in person at the meeting;</p> <p>b) Authorize other organizations and individuals to participate and vote at the meeting;</p> <p>c) Participate and vote at online meeting; cast electronic votes or in other electronic forms;</p> <p>d) Send votes by mail, fax or email;</p> <p>d) Send votes by [other means] prescribed in the Company's Charter</p>
<p>Article 15. Rights and obligations of General Meeting of Shareholders</p>	<p>Article 15. Rights and obligations of General Meeting of Shareholders (GMS)</p> <p><i>Clause 2. The GMS shall discuss and approve the following issues:</i></p> <p><i>(Supplement)</i> Contracts, transactions of borrowing, lending, selling assets with a value greater than 10% of the total value of the company's assets recorded in the last financial report between the company and shareholder owning from 51% of the total voting shares or a person related to that shareholder.</p>

<p>Article 27. Rights and obligations of the Board of Directors</p> <p>h. Approve contracts for purchase, sale, borrowing, lending and other contracts and transactions with a value of 35% or more of the total asset value recorded in the Company's most recent financial report, except Company's Charter stipulates a different ratio or value and the contract or transaction falls under the decision-making authority of the General Meeting of Shareholders as prescribed in Point d, Clause 2, Article 138, Clauses 1 and 3, Article 167 of the Law on Enterprises</p>	<p>Article 27. Rights and obligations of the Board of Directors</p> <p>h. The Board of Directors approve major contracts and transactions of the Company (including but not limited to contracts, transactions of purchase, sale, borrowing, lending, merger, acquisition, joint venture and other contracts and transactions) with a value equal to or greater than thirty-five percent (35%) of the total value of assets recorded in the Company's last financial report, except for contracts and transactions under the authority of the General Meeting of Shareholders as prescribed in Points o and q, Clause 2, Article 15 of this Charter.</p> <p>r. Approve contracts, transactions in accordance with the provisions of Clause 1, Article 167 of the Enterprise Law and with a value of less than 35% of the total value of the enterprise's assets recorded in the last report. In this case, the company's representative signing the contract or transaction must notify the Board of Directors and the Supervisory Board about the subjects related to the transaction or contract and attach the draft contract or the main content of the transaction. The Board of Directors shall decide on the approval of the contract or transaction within 15 days from the date of receipt of the notice. Board members that have interests related to parties in contracts and transactions do not have voting rights.</p>
<p>Article 32. Managing people</p>	<p>Article 32. Person in charge of company administration</p> <p><i>(Supplement)</i> The Company's executives include the General Director, Deputy General Directors and Chief Accountant.</p>

Article 36. Responsibility for honesty and prevention of conflict of interest (Deleted due to duplication with Article 43)	
Article 37. Responsibility for damage and compensation (Deleted due to duplication with Article 44)	

The Board of Directors respectfully submits to the Annual General Meeting of Shareholders for consideration and approval of supplement the contents of the Company's Organization and Operation Charter.

Best Regards.

**ON BEHAFE OF BOD
CHAIRMAN**



NGUYỄN MÃNH

*Hochiminh City, April 01st, 2025*

REPORT

2024 PERFORMANCE AND 2025 PLAN

OF THE BOARD OF DIRECTORS

The Board of Directors of Investment and Trading of Real Estate Joint Stock Company in the term (2021-2026) elected by the General Meeting of Shareholders on April 28, 2021 has 5 members. The structure of non-executive board members and independent board members complies with Decree 155/2020/ND-CP and as following:

- The number of the Executive Board member is 01 person.
- The number of the Independent Board member is 02 people.

No.	Board of Directors' members	Position (Independent members of the Board of Directors, Non-executive members of the Board of Directors)	The date becoming/ceasing to be the member of the Board of Directors	
			Date of appointment	Date of dismissal
1	Mr. Nguyễn Mạnh	Chairman	28/04/2021	
2	Mr. Trương Minh Thuận	Vice Chairman – General Director	28/04/2021	
3	Mr. Trần Hữu Khánh	Independent member	28/04/2021	
4	Mrs. Nguyễn Thị Xuân Trang	Independent member	29/04/2022	
5	Mr. Lê Vĩnh Khiêm	Non-executive member	29/04/2022	

All members of the Board of Directors have showed clearly a sense of responsibility, focusing on activities according to the Resolution of the General Meeting of Shareholders and the work within the scope of the Board of Directors. The Board of Directors has complied with the Company Charter, the Corporate Governance Regulations and legal regulations.

I. BOARD OF DIRECTORS ACTIVITIES IN 2024

1. Overall

After a long period of being affected by the pandemic and economic recession, at the

end of 2024, the real estate market had positive changes thanks to measures to promote economic growth. However, real estate investment activities are still affected by many legal procedures, which have delayed the implementation of the company's projects.

The hotel and tourism industry has developed quite well after the pandemic. The company's performance in this field have been stable in recent years and have been effective.

The Board of Directors has directed the Board of Management to proactively follow the actual situation and resources of the company to make timely and correct decisions to ensure the stability of production and business activities, focusing on activities that are developing well to meet the plan approved by the Annual General Meeting of Shareholders.

2. Key activities of the Board of Directors in 2024

The Board of Directors held 13 regular and extraordinary meetings in the last year in accordance with prescribed procedures and issued 14 Resolutions/ Decisions to implement the rights and responsibilities of the Board of Directors. In the meetings, the Board of Directors supervised and decided on the company's strategies and operational plans within their authority, with some main contents as follows:

- Supervise the implementation of investment and business plan approved by the General Meeting of Shareholders.
- Select auditing company to audit financial statements

No	Board of Directors' members	No of meetings attended by BOD	Attendance rate (%)
1	Mr. Nguyễn Mạnh	13/13	100%
2	Mr. Trương Minh Thuận	13/13	100%
3	Mr. Trần Hữu Khánh	13/13	100%
4	Msr. Nguyễn Thị Xuân Trang	13/13	100%
5	Mr. Lê Vĩnh Khiêm	13/13	100%

Resolutions/ Decisions of the Board of Directors:

No.	Resolution/ Decision No.	Date	Content
1	01/NQ-HĐQT	19/02/2024	To approve the business cooperation with Future Architectural Design Joint Stock Company Limited.
2	02/NQ-HĐQT	28/02/2024	To approve the last registration date to exercise the right to attend the 2024 Annual General Meeting of Shareholders.
3	03/NQ-HĐQT	02/04/2024	To approve the guarantee for bank loan obligations for Saigon - Binh Duong Investment Joint Stock Company.

4	04/NQ-HĐQT	12/04/2024	To approve the transfer of certificate of land-use rights and ownership of house and other property on land at 17.03 An Khang Building, District 2, HCM City
5	05/NQ-HĐQT	17/05/2024	To approve the selection of auditing company for the 2024 financial statements.
6	06/QĐ-HĐQT	18/06/2024	To approve the return the lease right at 235 Xo Viet Nghe Tinh, Ward 17, Binh Thanh District, Ho Chi Minh City.
7	07/QĐ-HĐQT	01/07/2024	To approve the bank loan at Lien Viet Post Commercial Joint Stock Bank - Ho Chi Minh City Branch.
8	08/QĐ-HĐQT	15/07/2024	To approve the bank loan at Joint Stock Commercial Bank for Investment and Development of Vietnam - Ho Chi Minh City Branch.
9	09/QĐ-HĐQT	12/08/2024	To approve the guarantee for bank loan obligations for Intresco Construction Joint Stock Company
10	10/QĐ-HĐQT	19/08/2024	To approve the resignation and dismissal of Mr. Đoàn Hữu Chí from his position as chief accountant.
11	11/QĐ-HĐQT	19/08/2024	To approve the appointment of Ms. Hà Thu Hương as chief accountant.
12	12/QĐ-HĐQT	04/10/2024	To approve to cooperate with Subsidiary to manage and operate prize-winning electronic game centers for foreigners.
13	13/QĐ-HĐQT	10/10/2024	To approve to release the company financial management regulations
14	14/QĐ-HĐQT	20/12/2024	To approve the bank loan at Agribank - Ho Chi Minh City Branch.

3. Activities of independent Board members

In 2024, 02 (two) independent members of the Board of Directors have accompanied the members of the Board of Directors (“BOD”), the Supervisory Board (“BOS”) and the Board of Management (“BOD”) to actively contribute to the company's development strategy. Independent members of the Board of Directors discuss openly, frankly, fully and carefully evaluate issues to work with the Board of Directors to improve the company's management and operational efficiency.

4. Remuneration, operating expenses and other benefits of the Board of Directors and Supervisory Board

No	FULL NAME	POSITION	INCOME (VND)
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1	Mr. Nguyễn Mạnh	Chairman	240.000.000
2	Mr. Trương Minh Thuận	Vice Chairman – General Director	1.433.639.000
3	Mr. Trần Hữu Khánh	Independent member	144.000.000
4	Saigon Real Estate Corporation - LLC	Non-executive member	144.000.000
5	Mr. Nguyễn Thị Xuân Trang	Independent member	144.000.000
6	Mrs. Phan Thị Hồng Liên	Head of Supervisory Board	144.000.000
7	Mrs. Hồ Thị Lưu	Member of BOS	60.000.000
8	Mr. Lê Quang Sơn	Member of BOS	60.000.000

5. Results of supervision on Chief Executive Officer (CEO) and other managers

The Board of Directors has supervised the activities of the CEO and the Executive Board in implementing the Resolutions and business plans approved by the General Meeting of Shareholders.

The Board of Directors has directed the Board of Management to take timely solutions, appropriate to the impacts of the economy, to operate the company well in investment and business activities. Focus on growing sector based on available resources to diversify business operations and minimize risks.

Every two weeks, the company's Board of Management holds a meeting with the leaders of departments in the company. At the meetings, the Board of Management reviews and evaluates the progress of project investment, the level of achievement of business plans and other activities of the company.

Non-executive Board members are provided completely and timely information and reports about the company's operations at BOD meetings or upon request.

During the year, the Board of Directors supervised and directed the Board of Management in implementing the resolutions of the General Meeting of Shareholders and the Board of Directors based on the following activities :

- Base on periodic reports: The company's Board of Management has complied with the quarterly, semi-annual and annual reports of the company's production and business activities and financial situation to the Board of Directors and the Board of Supervisors. In addition, the Board of Directors also directed the company to review the operating regulations and procedures to comply with the provisions of law, the Company's Charter aim to transparency and risk management during implementation.
- Base on Resolutions/ Decisions of the Board of Directors: the Board of Directors

issues Resolutions/Decisions related to the company's production and business activities.

- Base on inspection and supervision: The Board of Directors has actively coordinated with the Supervisory Board to grasp the supervisory activities of the Supervisory Board on the company's governance mechanism and operations.

With the operating results in 2024, although the company did not complete the business plan due to objective and subjective factors, the Board of Directors highly appreciates the efforts of the Board of Directors in implementing project legal procedures for the following years and developing stably effective sectors. The Board of Management has performed its assigned rights and duties carefully, effectively, honestly and publicly in accordance with the law, the Company Charter, the Resolutions of the GMS and the Board of Directors.

6. Report of transactions between the company and related parties to the Board of Directors

6.1 Transactions between the Company and its affiliated persons or between the Company and its major shareholders, internal persons and affiliated persons:

Name of organization/ individual	Relationship with the Company	Resolution No. or Decision No. approved by General Meeting of Shareholders/ BOD)	Content, quantity, total value of transaction
Intresco Construction Joint Stock Company (Intrescons)	Subsidiary	Resolution No. 17/QĐ-HĐQT dated 06/12/2022 Resolution No 17 /QĐ-HĐQT dated 06/12/2022	- Intresco payed construction cost: 55.846.867.000 VND - Intrescons payed for electricity and water cost: 31.035.280 VND - Intrescons refunded the audit fees that the company paid for: 259.200.000 VND - Intrescons payed rent: 120.000.000 VND - Intrescons contributed capital for business cooperation: 85.000.000.000 VND - Intresco refunded the capital of business cooperation: 24.684.000.000 VND - Intresco payed interest of business cooperation: 2.883.195.000 VND
Saigon Binh Duong Investment Joint Stock Company (Sabinco)	Công ty con Subsidiary	Resolution No 17 /QĐ-HĐQT dated 06/12/2022	- Intresco lended money to Sabinco: 23.169.066.023 VND - Sabinco payed loan interest: 8.512.066.023 VND - Sabinco refunded the audit fees that the company paid for: 183.600.000 VND
Royal Hotel and Tourism	Subsidiary	Resolution No 17 /QĐ-HĐQT dated 06/12/2022	- Intresco received rental and advance: 228.380.000.000 VND

Service JSC		Resolution No 17 /QĐ-HĐQT dated 06/12/2022	<ul style="list-style-type: none"> - Intresco received electricity, water, and parking fees: 29.308.522.499 VND - Intresco took out a loan: 15.118.501.571 VND - Intresco refunded the loan: 172.918.501.571 VND - Intresco payed interest: 981.463.382 VND - Royal collects management fees: 4.069.535.524 VND. - Intresco received dividend: 30.000.000.000 VND. - Royal transfer money for business cooperation: 35.000.000.000 VND
		Resolution No 17/QĐ-HĐQT dated 06/12/2022	<ul style="list-style-type: none"> - Royal refunded the audit fees that the company paid for: 367.200.000 VND

6.2 Transaction between internal persons of the Company, affiliated persons of internal persons and the Company's subsidiaries in which the Company takes controlling power:

The person who makes the transaction	Relationship with internal persons	Name of subsidiaries or companies which the Company control	Time of transaction	Content, quantity, total value of transaction
Mrs. Lê Thị Trâm Anh	Related Person	Sài Gòn - Bình Dương Investment Joint Stock Company (Sabinco)	HĐVV số 02/HĐVV-2022 ngày 25/07/2022	<ul style="list-style-type: none"> - Sabinco payed loan interest: 5.321.058.156 VND - Sabinco payed loan: 2.444.724.000 VND <p>(Ms. Lê Thị Trâm Anh borrowed the bank loan for Sabinco)</p>
Mr. Trương Minh Đạt	Related Person	Sài Gòn - Bình Dương Investment Joint Stock Company (Sabinco)	HĐVV số 01/HĐVV-2022 ngày 25/07/2022	<ul style="list-style-type: none"> - Sabinco payed loan interest: 2.451.461.402 VND - Sabinco payed loan interest: 609.432.000 VND <p>Mr. Trương Minh Đạt borrowed the bank loan for Sabinco)</p>

II. OPERATION PLAN IN 2025

The real estate market is gradually recovering, the company speed up the implementation of unfinished projects and develop effective business segments. The Board of Directors orients and implements the tasks in 2025 as follows

Business Plan

Base on current projects, the business plan as:

- Total Revenue: 640,77 VND Billion
- Profit after tax: 36,10 VND Billion

Business strategy and key solutions

With the goal of completing the 2025 production and business plan and preparing for the following years, improving the company's performance and position in the future, The Board of Directors directs and coordinates with the Company's Executive Board to continue:

- Speed up the completion of relevant legal documents to invest in unfinished projects and sell them.
- Promote the company's products to customers, and improve sales and after-sales services
- Improve the efficiency of management and operation of the hotel, services at Royal Plaza Building.
- Prepare and balance resources to meet the company's operational needs with a safe financial balance.
- Strengthen internal control measure to restructure the organization and prevent financial and business risks.
- Continue to strengthen corporate governance, improve the quality of human resources, cooperate with professional consulting companies in risk management, marketing services, sales and real estate management to meet the company's sustainable development requirements
- For shareholder relations, disclose information promptly, fully and accurately. Be ready to answer information for shareholders upon request.

The company's Board of Directors believes that with the support and consensus of shareholders, the efforts and solidarity of the Board of Management and employees, the trust of customers and the partners, Intresco will develop steadily and continue to be a companion of investors.

Best Regards.

ON BEHALF OF BOD

CHAIRMAN



NGUYỄN MÃNH

**INTRESCO****CÔNG TY CỔ PHẦN ĐẦU TƯ - KINH DOANH NHÀ**
INVESTMENT AND TRADING OF REAL ESTATE JSC

18 Nguyễn Bình Khiêm, P. Đakao, Q. 1, TP. HCM. ĐT: 3.8230 256 - Fax: 3.8293 764 www.intresco.com.vn

*Hochiminh City, April 01st, 2025***REPORT OF CHIEF EXECUTIVE OFFICER****RE: BUSINESS PRODUCTION RESULT IN 2024 AND
BUSINESS PRODUCTION PLAN IN 2025****1. REPORT OF BUSINESS PRODUCTION RESULT IN 2024*****Business production result***

In 2024, the real estate market showed signs of recovery after a long period of stagnation due to the impact of the pandemic and economic recession. However, there are still many difficulties for real estate projects due to legal procedures, which prolongs the time of project implementation, therefore, company has not had product.

Last year, under the guidance and supervision of the Board of Directors the Board of Management focused on carrying out legal procedures for completed and unfinished projects. In addition, company has paid attention on managing and operating the hotel and restaurant. Due to objective and subjective factors, this year company cannot meet the business plan.

The 2024 business result as following:

No	ITEMS	REALITY 2023 (VND million)	PLAN 2024 (VND million)	REALITY 2024 (VND million)	Reality 2024/ Plan 2024	Reality 2024/ Reality 2023
1	Total Revenue	580.625	615.000	606.879	98,68%	104,52%
	Real estate	43.683	100.000	43.517	43,52%	99,62%
	Construction	83.384	115.000	86.130	74,89%	103,29%
	Real estate rental and others	131.275	100.000	123.239	123,24%	93,88%
	Hotel services	322.283	300.000	353.993	118,00%	109,84%
2	Profit after Tax	78.013	70.000	32.916	47,02%	42,19%

Revenue of real estate section is recorded from the Terra Flora apartment project (Nhon Trach - Dong Nai) and the Terra Royal project. Under the general impact of the market, revenue of real estate has been greatly affected and accounts for only 7.17% of the company's total revenue.

With the goal of gradually reducing dependence on real estate business which is increasingly difficult of legal issues and the market, company has been expanding its operations into the fields of hotels, services, and real estate rental. Last year, the company's La Vela Saigon hotel run stably, contributing 58,33% of the company's total revenue.

Company's construction activities have remained stable over the years. The Company constructs houses at the projects: Long Thoi Residential Area, 6B Residential Area, Phong Phu Residential Area 13E and projects of other units.

About project investment procedures

The company has completed the procedures to receive Certificates of land use rights, house ownership rights and other assets attached to land for customers who own apartments of the Terra Royal project (District 3, Ho Chi Minh City).

With the increasingly tightening legal procedures for investment and business in the real estate industry, the Company's projects have almost stagnated for years. Last year, company has focused on implementing the legal procedures of the Tuong Binh Hiep Residential Area project (Binh Duong), the Block E1, E2 và H of Terra Flora apartment - office - commercial building project (Nhon Trach - Dong Nai). At the same time, it continues to supplement the legal documents of other unfinished projects..

About Financial Investment

Subsidiaries and associates are all operating in related field of the real estate and construction sector. As of December 31, 2024, Intresco has invested capital in 03 subsidiaries, value 376.96 billion VND, of which:

- Intresco contributed 150 billion VND to Royal Tourism - Trade - Hotel - Restaurant Services Joint Stock Company (accounting for 75% of charter capital) operating in the field of hotel management, tourism and services of La Vela Saigon hotel at Terra Royal Building.
- Saigon Binh Duong Investment Joint Stock Company (Sabinco) is currently implementing the Sabinco Residential Area project (Tuong Binh Hiep Commune - Thu Dau Mot - Binh Duong) with a scale of 19.3 ha. Intresco has contributed 192.96 billion VND, equivalent to 64.32% of ownership and voting rights.
- Intresco Construction Joint Stock Company: The main activities are contract civil and industrial construction; residential infrastructure and other related construction services. Intresco has contributed VND 34 billion and holds 85% of ownership and voting rights

In addition, the Company also contributed capital to an associated company: 21 billion VND (the Company owns 36.36% of the charter capital of the associated company) and contributed capital to 3 other units with a total investment capital of 42,566 billion VND.

2. BUSINESS PLAN IN 2025

Objectives

- Continue to complete legal procedures and implement unfinished projects such as Block E1, E2 và H of Terra Flora (Nhon Trach - Dong Nai), residential area in Tuong Binh Hiep commune - Binh Duong, Long Thoi project apartment complex, ect.
- Sell products at Block D1, D2 of Terra Flora (Nhon Trạch – Đồng Nai) that have met prescribed conditions
- Maintain stability and development of hotel and service activities at La Vela Saigon Hotel.

Revenue – Profit plan

No	ITEM	Plan 2025 (VND million)
I	Total Revenue	640.770
1	Real Estate	28.000
2	Contruction	200.000
3	Real estate rental and others	77.770
4	Hotel services	335.000
II	Profit after Tax	36.100

In 2025, The company's main revenue will be recorded from hotel services and Real estate rental. About real estate, company only has a few products of block D1, Terra Flora project (Nhon Trach) that are qualified for business and revenue recognition, so the revenue recorded from this sector is not much. The company's construction sector has remained stable over the years.

Direction of implementation

About project investment

- Tuong Binh Hiep Residential Area Project (Binh Duong): go on completing related legal documents to contract infrastructure.
- Terra Flora project (Nhon Trach - Dong Nai): complete legal procedures and continue construction of the another blocks of the project.
- Star Village Residential Area Project (Long Thới and Nhon Đức communes - Nhà Bè district): Go on constructing houses for customers of the project and invest in phase 2 of the project.

About Financial Investment

Manage capital invested in subsidiaries and affiliates, support resources for these companies to quickly deploy projects and put them into business.

About sale – marketing

- Promote and sell products that are qualified for business such as block D1, D2 at Terra Flora project.
- Promote the company's hotel services, real estate rental and construction activities.
- Improve customer service, especially after-sales services.

About financial management

- Find capital sources from banks, investors and customers to construct and implement projects.
- Diversify and maximize appropriate capital sources to invest in the most effective projects. Cooperate with banks to support customers in accessing loans when buy the Company's products.

Governance and shareholder relations

- Strengthen the Company's management process to increase operational efficiency.
- In order to ensure the interests of shareholders, Intresco makes information transparent and discloses it fully, accurately and promptly through reports on the websites of the State Securities Commission, Ho Chi Minh City Stock Exchange, Vietnam Securities Depository and Clearing Corporation, and the Company's website.
- The company promptly and fully responds to information requests from shareholders, investors, and customers.

In 2025, the Company's Board of Management together with the Board of Directors, will strive to manage and operate the company stably and effectively; focus on existing projects, consolidating and developing new fields to increase value for shareholders. Company hopes to continue to receive the consensus of shareholders, investors and the Company's staff.

Best Regards.

CÔNG TY CP ĐẦU TƯ – KINH DOANH NHÀ

TỔNG GIÁM ĐỐC

TRƯƠNG MINH THUẬN

**INTRESCO****CÔNG TY CỔ PHẦN ĐẦU TƯ - KINH DOANH NHÀ**
INVESTMENT AND TRADING OF REAL ESTATE JSC

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*Hochiminh City, April 01st, 2025***REPORT OF INDEPENDENT BOARD MEMBERS***Respectfully To: The Annual General Meeting of Shareholders*

The Board of Directors of Investment and Trading of Real Estate Joint Stock Company in the term (2021-2026) elected by the General Meeting of Shareholders on April 28, 2021 has 5 members, of which 2/5 are independent members of the Board of Directors (accounting for 40% of the number of members of the Board of Directors).

Independent members of the Board of Directors (BOD) have actively participated in strategic planning activities, controlling and supervising the activities of the Board of Management and ensuring corporate governance standards in accordance with the law. The members have participated in developing regulations and operating policies to ensure the common interests of the company.

1. About the meetings of BOD

- The Board of Directors held 13 regular and extraordinary meetings in the last year. The meetings were convened and conducted in accordance with regulations on organizing meetings. The contents of the meetings was fully and carefully discussed and evaluated by the Board of Directors members to provide the best directions and solutions for the company.
- Issues related to business strategy, financial plan, corporate culture, etc are promptly and regularly discussed between the Board of Directors and the Board of Management.

2. About supervision the Board of Management

- The Board of Directors has done well in supervising the Board of Management, ensuring that the Company's operations are always controlled and monitored promptly in accordance with strategy, plan and be flexible with practical situations. In the difficult economic situation, the company's Board of Management has punctually done appropriate solutions to the company's situation in each period.
- The Board of Directors regularly monitors and guides the management process of the General Director and the Board of Management, ensuring decentralization and operations in accordance with the law and the Company's Charter
- Board members are fully reported about the contents of the Board of Directors' meetings with management staff. Thereby, the Board of Directors always grasps the Company's operating situation as well as occurred issues so that the Board of

Directors can discuss and make suitable decisions to maintain stable business operations and ensure maximum benefits for the Company and shareholders

- Board members proactively identify their roles and responsibilities to support the Board of Management in management and operations
- The Board of Directors is interested in risk management to support the Board of Management in early identification of occurrence to have solutions for maintaining the sustainability and stability of operations.

3. General avaluation of the Board of Directors' performance

- The Board of Directors' duty have focused on implementing the Resolution of the General Meeting of Shareholders, complying with the Company's Charter and Corporate Governance Regulations.
- All members of the Board of Directors have a sense of responsibility, clearly understand their assigned roles and tasks, and are careful in protecting the company's interests.
- Board members have joined the Board of Directors in implementing activities to set up and maintain corporate culture
- The Board of Directors has directed the Board of Directors to implement production and business targets in 2024

Best Regards.

ON BEHALF OF IBM



NGUYỄN THỊ XUÂN TRANG

**INTRESCO****CÔNG TY CỔ PHẦN ĐẦU TƯ - KINH DOANH NHÀ**
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Hochiminh City, April 01, 2025**REPORT OF THE 2024 INTERNAL AUDIT COMMITTEE**

Performing tasks according to the provisions of the Enterprise Law, the Company Charter, the Company's Internal Audit Board Regulations and current regulations, the Internal Audit Board reports its activities in 2024 as follows:

I. ACTIVITIES OF INTERNAL AUDIT BOARD IN 2024**1. About organizational structure**

No	Name	Position
1	Ms. Nguyễn Thị Xuân Trang	Head of the Internal Audit Board
2	Ms. Nguyễn Thị Chiêu Hiền	Member of the Internal Audit Board

2. About the meeting

In 2024, the Internal Audit Committee held meetings with full participation of members.

3. Activities of internal audit board in 2024

- Evaluate the effectiveness of investment projects and monitor them.
- Check compliance with the provisions of the Law, the Charter, resolutions of the General Meeting of Shareholders, resolutions of the Board of Directors and internal management regulations of the Company. Regularly discuss and promptly notify risks that affect shareholders' interests and recommend solutions.
- Reviewing business performance reports, financial statements and other periodic reports. Analyzing and evaluating financial status, operational efficiency, ability to preserve and develop capital and key risks.
- Giving opinions on business operation, financial management and perfecting management regulations for the Board of Directors and Executive Board.
- Members of the Internal Audit Board perform their duties honestly, carefully and without hindering the Company's production and business activities.
- Periodically do and send reports according to the regulations of the Internal Audit Board to the Board of Directors and the General Director with many specific recommendations

II. THE RESULT**1. Financial Reports**

- The record, storage of documents, accounting information systems and accounting books are basically carried out in accordance with current regulations. The indicators

of the financial statements as of December 31, 2024 are classified in accordance with the guidance of Circular 200-202/2014/TT-BTC issued by the Ministry of Finance.

- In terms of materiality, the financial statements have honestly and reasonably reflected the financial situation of the Company as of December 31, 2024, audited by Chuan Viet Auditing and Consulting Co., Ltd.

2. Monitoring results to Board of Management

- In 2024, the real estate market is still in a difficult phase due to the general impact of the economy and legal difficulties in project investment. However, the Board of Management has made efforts to carry out the task of managing investment and business activities, maintaining stability and developing effective fields, and speeding up the legal procedures of ongoing projects.
- Regarding human resources, the Board of Management continues to strengthen and perfect the human resources system, attracting high-quality employees.

3. Recommendations of the Internal Audit Committee

Based on monitoring activities and meeting quality growth targets, the Internal Audit Board recommends the following contents to the Board of Directors and the Board of Management as follows:

- Looking for new projects.
- Speed up investment progress of unfinished projects.
- Focus on investing and developing effective activities.
- Strengthen internal management, improve the quality of human resources to ensure the development of the Company.
- Strengthen debt management and handling, especially bad debts arising from previous periods and limiting the occurrence of new bad debts.

4. Risk management objectives and policies

The Company's internal control has been established and operated appropriately to prevent, detect and handle the following risks:

- Market risk
- Interest rate risk
- Foreign currency risk
- Stock price risk
- Credit risk

The Company's governance and risk management processes ensure efficiency and high performance.

The operational and strategic objectives, plans and work tasks that the Company has achieved.

III. CONCLUSION AND EXPECTED PLAN FOR 2025

1. Conclusion

- Overall: the Board of Directors has planned appropriately strategies, directed systematic business organization, maintained stable business value and benefits for: shareholders, employees, customers; step by step ensure the Company develops effectively, safely and sustainability. However, some works has not been completed as planned.
- All members of the Internal Audit Board uphold a sense of responsibility in performing their duties, ensure honesty and objectivity in the work. However, the business environment is always changing and business activities still have potential risks beyond control, internal audit work maybe is flawed. Therefore, the Internal Audit Committee needs to make efforts and improve the processes and control methods in the coming time.

2. Key tasks of the Internal Audit Committee in 2025

- Regularly participate with the Board of Directors and the Board of Management in managing; perfecting the system of regulations (rules, regulations, management processes, etc.) on the Company's internal management.
- Supervise the implementation of legal regulations, the Company's charter, resolutions of the General Meeting of Shareholders, resolutions of the Board of Directors and internal regulations, rules and management procedures of the Company.
- Closely coordinate with the Board of Directors, the Board of Management as well as the Departments to strengthen guidance, inspection and supervision of the Company's activities to promptly detect violations and shortcomings and correct timely in accordance with regulations.

ON BEHALF OF INTERNAL AUDIT COMMITTEE

HEAD OF IAC

Receiving place:

- As AGM
- BOS
- Archive at IAD



Nguyễn Thị Xuân Trang