

**JOINT STOCK COMPANY
BV LAND**

No: 14./2025/CBTT - BVL

**SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness**

Hanoi, April 03./2025

**PUBLICATION OF INFORMATION ON ELECTRONIC INFORMATION PORTAL
OF THE STATE SECURITIES COMMISSION & HANOI STOCK EXCHANGE**

Dear :

- State Securities Commission
- Hanoi Stock Exchange

I. Company Information: BVLand Joint Stock Company

- Stock code: **BVL**
- Tax code: **0102983609**
- Head office: No. 92, Truc Khe Street, Lang Ha Ward, Dong Da District, Hanoi City, Vietnam.
- Phone: 024.355 60999 Website: <https://bvland.vn>
- Information Officer : **Mr. Ly Tuan Anh** - General Director
- Address: 24 Cong Gieng, Buoi Ward, Tay Ho District, Hanoi City, Vietnam.
- Phone: 024.355 60999
- Type of information published :
 - ☒ 24 hours
 - ☐ Other irregularities
 - ☐ On demand
 - ☐ Periodically

II. Information disclosure content:

- Resolution of the Board of Directors approving the Content and Draft Documents submitted to the 2025 Annual General Meeting of Shareholders;
- Documents for the 2025 Annual General Meeting of Shareholders.
(details in attached document).

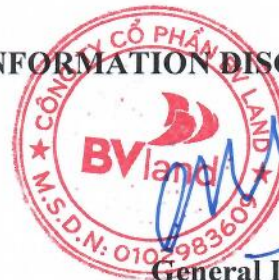
This information is published on the Company's website on 03/04./2025 at the link <https://bvland.vn/en/danh-muc-quan-he-co-dong>

We hereby commit that the information published above is true and take full legal responsibility for the content of the published information.

Recipient:

- As Dear;
- Save D.Board of Directors.

INFORMATION DISCLOSURE PERSON



**General Director
Ly Tuan Anh**

No: 08/2025/Resolution/BOD-BVL

Date : 02/04/2025

RESOLUTION

(Re: Approval of the Program Content and Draft Documents to be submitted to the 2025 Annual General Meeting of Shareholders of BV Land Joint Stock Company)

BOARD OF DIRECTORS

BV LAND JOINT STOCK COMPANY

- Pursuant to the Law on Enterprises 2020 and implementing documents;
- Pursuant to the Securities Law 2019 and implementing documents;
- Pursuant to the Charter of BV Land Joint Stock Company;
- Pursuant to the Minutes of the Board of Directors meeting No.: 08/2025/BBH/BOD-BVL dated April 2, 2025 of the Board of Directors of BV Land Joint Stock Company.

RESOLUTION:

Article 1. Approval of the resignation letters of the Board of Directors and Board of Supervisors members as follows:

- Resignation letter of Mr. Nguyen Vu Thien regarding his resignation from the position of member of the Board of Directors of BV Land Joint Stock Company for the remaining term of 2023-2028; submitted to the General Meeting of Shareholders for approval at the 2025 Annual General Meeting of Shareholders.
- Resignation letter of Mrs. Vu Thi Ha regarding her resignation from the position of Head of the Board of Supervisors and member of the Board of Supervisors of BV Land Joint Stock Company for the remaining term of 2023-2028; submitted to the General Meeting of Shareholders for approval at the 2025 Annual General Meeting of Shareholders.
- Resignation letter of Mrs. Nguyen Thi Thuy Linh regarding her resignation from the position of member of the Board of Supervisors of BV Land Joint Stock Company for the remaining term of 2023-2028; submitted to the General Meeting of Shareholders for approval at the 2025 Annual General Meeting of Shareholders.
- Resignation letter of Mr. Le Thanh Hai regarding his resignation from the position of member of the Board of Supervisors of BV Land Joint Stock Company for the remaining term of 2023-2028; submitted to the General Meeting of Shareholders for approval at the 2025 Annual General Meeting of Shareholders.

Article 2. Approval of the Report, Proposal of the Board of Directors and Draft Program, documents submitted to the 2025 Annual General Meeting of Shareholders, including:

- Draft Regulations on Organizing the 2025 Annual General Meeting of Shareholders of BV Land Joint Stock Company



- Draft Nomination, self-nomination and election regulations members of the board of directors of BV Land Joint Stock Company for the 2023-2028 term
- Agenda of the 2025 Annual General Meeting of Shareholders
- Report on 2024 production and business results and 2025 strategy
- Report of the Board of Directors on 2024 performance results and 2025 plan
- Proposal on the Approval of the Audited 2024 Financial Statements (Separate and Consolidated Financial Statements)
- Proposal on the Settlement of salaries, remunerations and allowances of the Board of Directors and the Board of Supervisors 2024 and salary, remuneration and allowance plan for 2025
- Proposal on the Approval of the profit distribution plan for 2024, handling the Development Investment Fund, and the profit distribution plan for 2025
- Proposal on the Approval of the selection of the 2025 financial statement audit firm
- Proposal on the Dismissal of Mr. Nguyen Vu Thien from the position of member of the Company's Board of Directors, dismissal of members of the Board of Supervisors, and election of members of the Board of Directors for the remaining term of 2023-2028
- Proposal on the Changes to the organizational structure and amendments to the Company's Charter
- Proposal on the Approval of the plan to issue shares to pay dividends in 2024

Article 3. Approval of the content of the authorization of the Board of Directors to the Chairman of the Board of Directors:

The Board of Directors fully authorizes the Chairman of the Board of Directors to organize the 2025 Annual General Meeting of Shareholders, ensuring that the Meeting is held successfully, in full compliance with the provisions of law and the Company's Charter. The authorized contents include but are not limited to:

- Adjusting and deciding the time of the 2025 Annual General Meeting of Shareholders;
- Deciding on the establishment of the Organizing Committee, the Shareholder Qualification Examination Committee, and appointing personnel to the Secretariat and the Vote Counting Committee of the 2025 Annual General Meeting of Shareholders;
- Prepare meeting content and agenda, review and add shareholders' recommendations to the content and agenda of the 2025 Annual General Meeting of Shareholders;
- Approve and sign documents related to the organization of the 2025 Annual General Meeting of Shareholders;
- Other tasks under the authority of the Board of Directors as prescribed in the Company Charter and applicable Enterprise Law.

Article 4. This Resolution comes into force from the date of signing. Members of the Board of Directors, Board of Management, relevant Departments/Individuals are responsible for implementing this Resolution./.

Recipient:

- Member BOD, Executive Board;
- BOD Assistant Office (saved).

On behalf of the Board of Directors

**CHAIRMAN OF BOARD OF
DIRECTORS****NGUYEN TAN THANH**

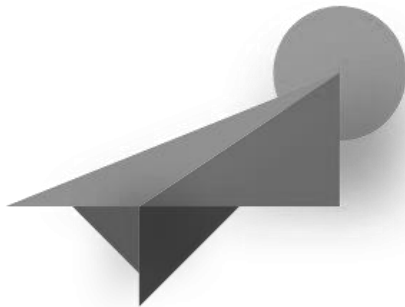


BV LAND JOINT STOCK COMPANY

REPORT ON 2024 PRODUCTION AND BUSINESS RESULTS & 2025 STRATEGY



PART 1. BUSINESS RESULTS REPORT 2024



The global economic picture in 2024 paints a stark contrast. On the one hand, there are positive signals from cooling inflation and strengthening economic resilience. On the other hand, potential challenges are still lurking, from escalating geopolitical instability, the risk of declining growth in economic powers and increasing trade protectionism.

In 2024, in the context of a volatile world economy, Vietnam emerged as a bright spot in Asia with a stable macro economy, impressive GDP growth and strong attraction of foreign investment. However, as an open economy, Vietnam is still affected by the general situation in the world. In contrast to the difficult year of 2023, the real estate market in 2024 recorded a strong recovery and growth. However, the market still faces many challenges, difficulties in capital, financial pressure and legal procedures.

As a business primarily engaged in real estate investment and development, BV Land's operations are directly impacted by macroeconomic fluctuations. Although the Board of Directors and the Executive Board have closely monitored market developments, adapted flexibly in planning, and acted decisively and promptly in management, BV Land has not yet achieved 100% of its set targets.

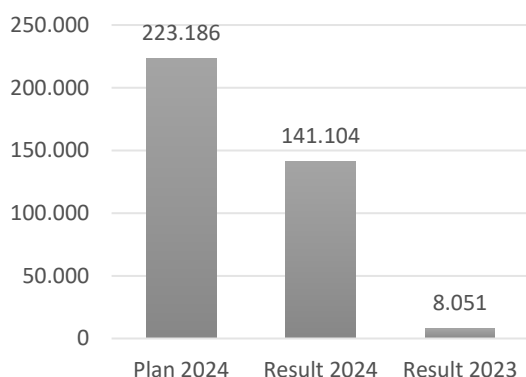
I. Results of implementing production and business plan targets in 2024

1. Report on separate business performance of BV Land Joint Stock Company (Parent Company)

No.	Indicator name	Plan 2024 (VND)	Results 2024 (VND)	Completion of the 2024 plan (%)
1	Sales and service revenue	223,186,367,737	141,104,269,695	63.22%
2	Cost of goods sold	192,492,803,682	128,677,619,595	66.85%
3	Gross profit	30,693,564,055	12,426,650,100	40.49%
4	Financial revenue	79,014,515,860	81,625,420,742	103.30%
5	Financial costs	-	1,680,592,677	-
6	Cost of sales	-	-	-
7	Business management costs	21,199,940,249	15,037,498,630	70.93%
8	Other income	-	1,808,306,769	-
9	Other costs	-	175,174,081	-
10	Total accounting profit before tax	88,508,139,666	78,967,112,223	89.22%
11	Corporate income tax expense	4,676,434,350	4,432,112,969	94.78%
12	Profit after corporate income tax	83,831,705,316	74,534,999,254	88.91%

Sales and service revenue

(VND million)

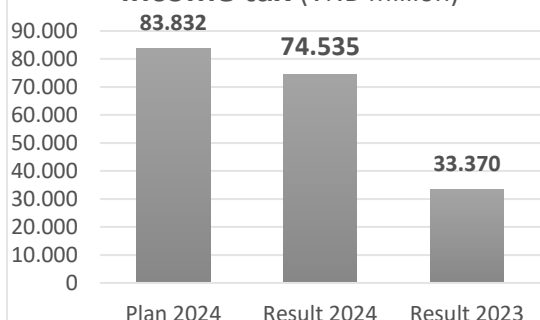


Evaluate:

Ending 2023 with a defensive strategy, in 2024, alongside the recovery of the construction and real estate market, the Company has intensified construction and installation activities at key projects. However, due to certain external factors affecting project progress, by the end of 2024, recorded revenue increased by VND 133 billion compared to 2023, reaching 63% of the target.

Profit after corporate

income tax (VND million)



Evaluate:

Entering 2024, the Company's Executive Board continued to implement effective defensive measures, such as reducing non-essential expenses, promptly adjusting business strategies, supplementing investment transfer plans, and receiving dividends from subsidiaries. By the end of 2024, the Company recorded a profit of VND 74.54 billion, an increase of 123.4% compared to 2023, achieving 89% of the annual target.

2. Assets and capital situation of the parent company

No.	Item indicator name	Beginning of period (01/01/2024) VND	End of period (31/12/2024) VND	Growth rate
I.	ASSET	682,923,056,270	999,964,795,023	46.42%
1	Cash and cash equivalents	606,019,024	5,204,942,997	758.87%
2	Short-term financial investment	10,864,540,750	41,242,937,313	279.61%
3	Short-term receivables	112,648,060,547	338,251,662,224	200.27%
4	Inventory	10,775,395,952	14,093,145,645	30.79%
	Other current assets	611,447,263	500,823,378	-18.09%
	Long-term receivables	19,591,270,215	10,695,000,000	-45.41%
5	Fixed assets	1,074,008,602	727,970,848	-32.22%
7	Long-term financial investment	526,731,400,000	589,248,312,618	11.87%
	Other long-term assets	20,913,917	-	-
II.	CAPITAL SOURCES	682,923,056,270	999,964,795,023	46.42%
1	Short-term debt	13,666,931,366	57,560,570,366	321.17%
2	Equity	669,256,124,904	942,404,224,657	40.81%
<i>In there</i>	<i>Owner's Equity</i>	573,128,000,000	827,883,000,000	44.45%
	<i>Capital surplus</i>	(286,000,000)	(619,229,224)	116.51%
	<i>Development Investment Fund</i>	10,213,427,769	10,213,427,769	0.00%
	<i>Retained earnings</i>	86,200,697,135	104,927,026,112	21.72%

Evaluate:

In 2024, the Company's total assets experienced a significant increase of 46.42%, with the debt-to-total-assets ratio at 5.8%. A key highlight of the year was the successful public offering of shares, raising an additional VND 200.6 billion from shareholders. Additionally, the Company completed the distribution of stock dividends to shareholders, with a total value of VND 54.16 billion. These results demonstrate that the Executive Board has effectively implemented capital mobilization solutions, strengthening the Company's financial capacity and ensuring sufficient resources to participate in future projects.

3. Consolidated 2024 business performance report

No.	Indicator name	Plan 2024 (VND)	Results 2024 (VND)	Completion of the 2024 plan (%)
1	Sales and service revenue	1,349,670,762,445	803,565,512,060	59.54%
2	Cost of goods sold	1,115,521,733,327	707,370,098,253	63.41%
3	Gross profit	234,149,029,117	96,195,413,807	41.08%
4	Financial revenue	31,787,927,397	19,388,361,703	60.99%
5	Financial expenses	13,377,659,782	13,847,201,249	103.51%
6	Profit or loss in joint ventures	-	507,691,734	-
7	Cost of sales	54,411,387,980	36,777,525,956	67.59%
8	Administrative expenses	51,590,469,611	42,110,470,817	81.62%
9	Other income	1,792,067,762	8,826,765,952	492.55%
10	Other expenses	1,081,544,184	2,746,027,159	253.90%
11	Total accounting profit before tax	147,267,962,719	29,437,008,015	19.99%
12	CIT expense (current + deferred)	28,846,301,857	11,702,148,459	40.57%
13	Profit after tax	118,421,660,862	17,734,859,556	14.98%
	Profit/revenue ratio	8.77%	2.21%	

Chart of Revenue Plan with performance results of BV Land and its member companies in 2024 (VND million)

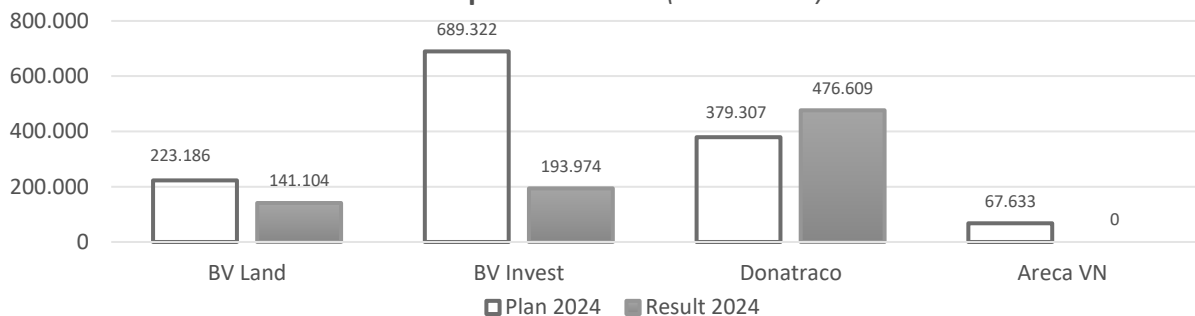
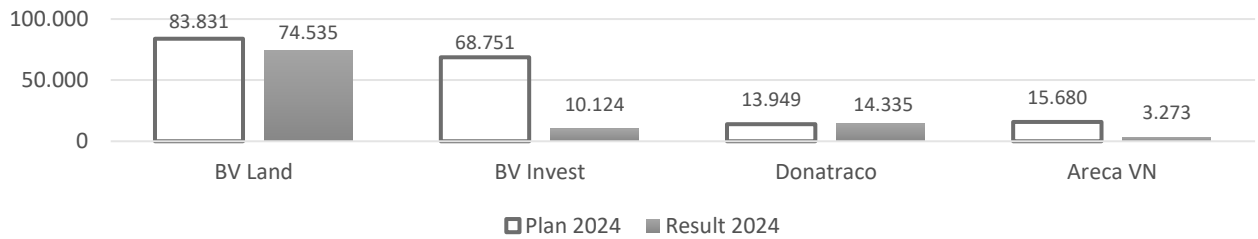


Chart of Profit after Corporate Income Tax with the performance results of BV Land and its member companies in 2024 (VND million)



4. Consolidated assets and capital situation

No.	Item indicator name	Beginning of period (01/01/2024) VND	End of period (31/12/2024) VND	Growth rate
I.	ASSET	1,471,467,502,852	1,788,047,198,736	21.51%
1	Cash and cash equivalents	30,158,162,883	19,775,486,881	-34.43%
2	Short-term financial investment	26,120,230,995	45,707,636,946	74.99%
3	Short-term receivables	534,913,914,319	723,042,522,487	35.17%
4	Inventory	536,122,369,238	649,599,226,224	21.17%
5	Other current assets	36,429,615,028	46,089,329,089	26.52%
6	Long-term receivables	1,557,000,000	7,044,493,683	352.44%
7	Fixed assets	28,570,499,537	25,689,364,280	-10.08%
8	Investment real estate	232,385,691,319	229,888,330,974	-1.07%
9	Long-term financial investment	11,132,845,491	11,640,537,225	4.56%
10	Other long-term assets	34,077,174,042	29,570,270,947	-13.23%
II.	CAPITAL SOURCES	1,471,467,502,852	1,788,047,198,736	21.51%
1	Liabilities	498,676,230,683	498,707,485,438	0.01%
In there	Short-term debt	430,906,468,288	371,968,394,495	-13.68%
	Long-term debt	67,769,762,395	126,739,090,943	87.01%
2	Equity	972,791,272,169	1,289,339,713,298	32.54%
In there	Owner's Equity	573,128,000,000	827,883,000,000	44.45%
	Capital surplus	-286,000,000	-619,229,224	116.51%
	Development Investment Fund	12,614,184,986	12,614,184,986	
	Retained earnings	183,258,048,837	145,472,256,146	-20.62%
	Non-controlling interest	204,077,038,346	303,989,501,390	48.96%

Evaluate: At the end of the 2024 fiscal year, due to objective factors, the business performance of the parent company and its subsidiaries fluctuated compared to the initial plan. The primary reason was project-related legal procedures, which delayed construction progress and the launch of new real estate products in key markets. While the real estate business from existing projects continued to develop positively in 2024, it was not sufficient to significantly boost the overall business results of the parent company and its subsidiaries.

The Company's consolidated total assets increased by 21.51% compared to the beginning of the year, primarily driven by additional equity capital raised through share issuance. The consolidated total liabilities remained largely unchanged from the previous year, with only a restructuring in the ratio of short-term and long-term debt. Short-term debt decreased, while long-term debt increased as subsidiaries settled outstanding project-related liabilities and secured new long-term loans to finance two key projects in 2025.

II. Company performance report

1. Featured events 2024



- In March 2024, BV Land officially commenced the BV Bavella Green Park project in the heart of Bac Giang City.
- On April 9, 2024, BV Land successfully held the 2024 Annual General Meeting of Shareholders (AGM), approving key matters related to business operations. The AGM also approved the listing of BV Land's shares on the Ho Chi Minh City Stock Exchange (HOSE).
- In early 2024, BV Land received approval from the State Securities Commission to issue over 20 million additional shares. By the second quarter of 2024, BV Land completed its capital increase and updated its business registration to VND 774 billion.
- Pursuant to the Resolution of the 2024 Annual General Meeting of Shareholders, BV Land distributed 2023 dividends in shares at a ratio of 100:7. On August 2, 2024, the State Securities Commission approved the Company's dividend issuance application. Upon completing the required procedures, BV Land registered an additional 5,416,200 shares for trading on the UPCOM exchange, thereby increasing its charter capital to nearly VND 828 billion.
- On September 29, 2024, at the Dot Property Vietnam Awards 2024 ceremony, BV Land was honored to receive the "Vietnam's Best Urban Lifestyle Development" award, reaffirming its pioneering position in shaping model urban lifestyles.
- On November 11, 2024, BV Land officially commenced construction of the 38-story BV Diamond Hill Twin Tower Project in the heart of Thai Nguyen City, which is expected to become a key highlight of the Thai Nguyen real estate market in the near future.

2. Executive management & shareholder management



In 2024, the Board of Directors held **37** meetings to approve key matters within its authority, including:

- Preparing documents for the Annual General Meeting of Shareholders (AGM) and collecting shareholders' opinions in writing.
- Regular Board meetings to review business performance and approve production and business plans.
- Approving matters related to Finance, Investment, Business Operations, and Human Resources.
- In accordance with the **2024 AGM Resolution on delisting shares from the UPCoM exchange and listing on the HOSE exchange**, the Board of Directors instructed the Executive Board to sign a contract and work with Vietcap Securities Joint Stock Company to proceed with the listing procedures at the Ho Chi Minh Stock Exchange. However, the Company has submitted a request to temporarily suspend the process. In the coming period, the Company will continue to complete the required documentation and will submit the listing application once all legal conditions are met.

Disclosure of Information

In 2024, the Company disclosed **79** contents of information as required by regulations.

3. Investment and project development activities



BV Bavella Thanh Ba Urban Area Project



BV Bavella Green Park Urban Area Project (West Dinh Tri Urban Area – Bac Giang City)

- On February 29, 2024, the Department of Construction issued the construction permit for the land area allocated in the first phase.
- In July 2024, the People's Committee issued a decision on the regulations for areas designated for land use rights transfer through the method of subdivision and land plot sales.
- The investor has completed the payment of land use fees.
- On December 30, 2024, the Department of Construction approved the project completion inspection results.
- On March 7, 2025, the Department of Construction issued a notice that 239 land plots with completed technical infrastructure are eligible for land use rights transfer to individuals for self-construction of housing in the Project.

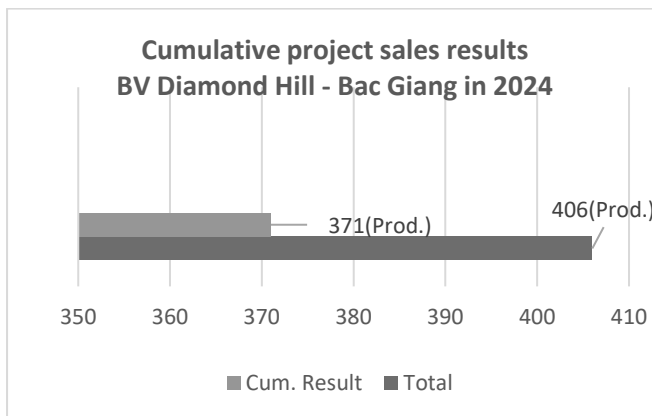
- The project has completed the surveying work, developed the compensation plan, and publicly announced the land acquisition notice. However, the land clearance work is currently on hold, and the next steps cannot be implemented due to the impact of the 2024 Land Law, which takes effect on August 1, 2024.
- The company is closely coordinating with the competent authorities to resolve the issues arising in the land clearance process and carry out other legal procedures related to the project.

BV Diamond Hill Project – Thai Nguyen

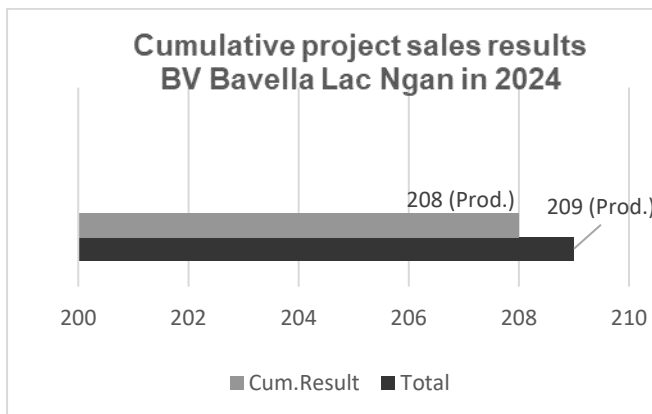
- In May 2024, the Environmental Permit was granted, and the Thai Nguyen People's Committee approved the detailed planning adjustment.
- On October 23, 2024, the project was granted permission for the construction of the foundation and superstructure, and the groundbreaking ceremony took place on November 11, 2024.
- On December 24, 2024, the project was granted a mining license. Based on this, the project completed the hillside leveling, carried out pile testing for bored piles, conducted large-scale bored pile installation, and is currently working on the foundation.
- In early 2025, the project received the EDGE Global Green Building Certification from IFC (a member of the World Bank).

4. Business activities

- In 2024, BV Land's revenue primarily came from construction and installation activities.
- Additionally, BV Land acted as a sales consulting unit and provided after-sales services for project products developed by its subsidiary as the investor. The business results of these two projects are as follows:



Diamond Hill Bac Giang Project: As of December 31, 2024, the project successfully sold a total of 371 out of 406 units, equivalent to 91.38% of the total project inventory. Notably, nearly all apartment units have been sold, with a cumulative sales figure of 363 out of 364 units, accounting for 98.9% of the project's total apartment units. Currently, the remaining unsold units consist of low-rise shophouses and commercial spaces, which are pending resolution of legal and regulatory issues with the authorities regarding transfer conditions and land title issuance.



BV Bavella Lac Ngan Project: As of December 31, 2024, the project has successfully sold 208 out of 209 units (since the project's inception), accounting for 99.5% of the total project inventory.

Overall rating:

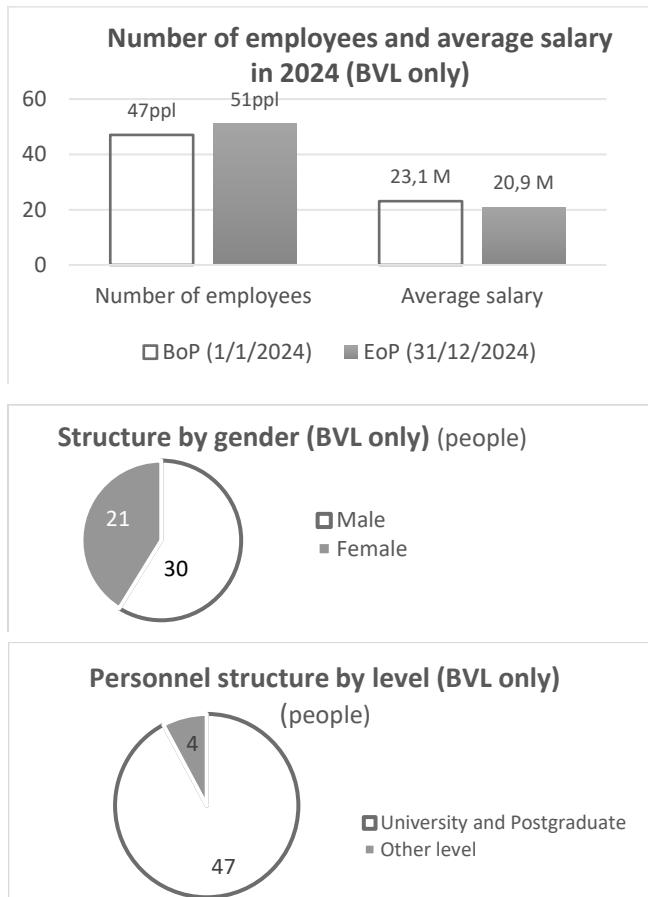
After the slow period of 2023, the real estate markets in Bac Giang and Phu Tho showed significant recovery and growth in 2024, both in terms of prices and transaction volume. Leveraging the advantage of having ready products with full legal compliance, BV Land, together with the investor BV Invest and the sales agent team, adjusted the sales policies to suit different customer groups and implemented creative, flexible business solutions. As a result, both the BV Diamond Hill Bac Giang and BV Bavella Lac Ngan projects achieved impressive results and successfully met their targets.

5. Financial and Accounting Situation

- The outstanding debt situation at credit institutions including Vietnam Joint Stock Commercial Bank for Foreign Trade - Thanh Xuan Branch arising during the period is as follows:
 - o Beginning balance: VND 0
 - o Loan repayment: VND 14,520,343,723
 - o New disbursement: VND 40,133,731,346
 - o Ending balance: VND 25,613,387,623

- Good control of cash flow, arranging capital sources to promptly meet the needs of the Company's production and business activities.
- Accounting work, preparation and submission of reports, and archiving of records and books are carried out in accordance with the deadlines and regulations.

6. Human resource management and corporate culture situation



- As of December 31, 2024, the total number of employees of the Company reached **51** people, an increase of 4 people compared to the beginning of the period. The number of employees at BV Land has increased compared to the beginning of the period to meet the growing workload and prepare manpower for upcoming projects.
- The total number of employees, including those at member units, is **176** people, a decrease of 3 people compared to the beginning of the period.
- The Company has fully implemented the salary, bonus, welfare policies, and social insurance contributions for employees. The material and spiritual life of employees continues to be improved and enhanced.

Regarding training activities: Building on the achievements of 2023, 2024 marks a breakthrough year for training and human resource development, aimed at enhancing the Company's workforce quality. Accordingly, various training activities have been conducted through diverse formats, including:

- 03 thematic discussion sessions on Issues & Solutions led by Departments/Sections
- 13 training topics on knowledge and skills for employees, conducted by Departments/Sections and internal trainers
- 05 workshops and sharing sessions led by the Executive Board
- 08 books discussed as part of the BV Books Garden program.

In particular, the Company partnered with Foreign Trade University to successfully organize a Mini MBA training course for employees participating in the BV's Next Gen 01 program. This training program lasted 8 continuous months, featuring 8 modules and 30 training sessions. The Company evaluates this as an effective training activity, which significantly boosted the learning spirit and reinforced the professional knowledge and skills of participating employees.

Regarding corporate culture building: In 2024, the Company cooperated with Bach Viet Group to organize effective and in-depth corporate culture building activities, including (i) integration training, changing employees' awareness of corporate culture, (ii) organizing internal activities and events to connect such as Happy hour, department/office exchanges, employee birthdays, vacations, Bach Viet festivals and (iii) events on special occasions such as a series of activities in response to BV Group's birthday, International Women's Day, Men's day, sports festival, Bach Viet Village Festival... Through that, continue to cultivate and promote the core cultural values of the Company.

7. Communication and brand management activities



- In 2024, at the Dot Property Vietnam Awards 2024, BV Land shone brightly with the award for **"Vietnam's Best Urban Lifestyle Development"** demonstrating its pioneering position in creating a premium urban lifestyle. This award is a well-deserved recognition of BV Land's relentless efforts in developing outstanding real estate projects that meet modern urbanization trends. Additionally, BV Land signed strategic partnerships and cooperation agreements with major partners such as MB, BIDV, EGO Group, and Aedas, further solidifying its brand position.
- The BV Land brand is not only prominently featured across media channels but also focuses on building two-way engagement with the public. The communication content is diverse, ranging from in-depth articles about business activities to vibrant project introduction videos and meaningful community events. This helps BV Land establish a brand image that is approachable, dynamic, and responsible, attracting widespread attention and support from customers and the community.
- The brand image management is carried out and effectively controlled, with no negative information arising, contributing to reinforcing BV Land's reputation with the public.

8. Activities of Dong Nai Production and Service Joint Stock Company (Donatraco)



- Entering 2024, amid the common challenges of workforce reductions at local businesses, which directly impacted income levels and consumer sentiment, Donatraco's Executive Board actively implemented new business strategies. By the end of 2024, the company recorded revenue of VND **476,609** million, achieving **126%** of the annual target, while net profit after tax reached VND **14,334** million, equivalent to **103%** of the annual plan.
- **Regarding the workforce situation:** As of December 31, 2024, the total number of employees is **108**, a decrease of 6 compared to the beginning of the year. Among them, 38 are female employees, accounting for 35% of the total workforce. The company has completed the restructuring of its leadership and management team to enhance operational capacity, meeting the development requirements of the new phase.

9. Activities of BV Invest Joint Stock Company



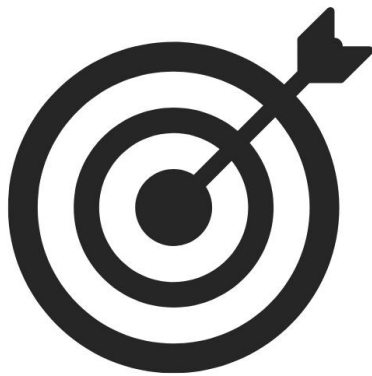
- In 2024, revenue and profit targets were achieved at VND **193,973 million** (equivalent to **28.14%** of the revenue plan) and VND **10,124 million** (equivalent to **14.73%** of the profit plan), respectively. BV Invest remained a key contributor to BV Land's consolidated business results.
- **Regarding the workforce situation:** As of December 31, 2024, the company has **15** employees, with no change in the workforce compared to the beginning of the year. Among them, 4 are female employees, accounting for 27% of the total workforce in the company.

10. Activities of Areca Vietnam Investment and Services Joint Stock Company



- In 2024, the Company did not record revenue from sales and service activities as the BV Bavella Green Park Urban Area Project was still under development and had not met sales conditions. However, the Company recorded financial income of over VND **5,167** million. As a result, after-tax profit reached over VND **3,273** million, achieving 20.9% of the profit target set for 2024.

PART 2. BUSINESS PRODUCTION AND OPERATING PLAN FOR 2025



Forecast for 2025 suggests a mild global economic recovery with an estimated growth rate of approximately 2.7%, similar to the 2023-2024 period. However, this growth remains lower than the pre-pandemic levels and carries potential risks from geopolitical conflicts, monetary policies, and escalating trade tensions.

In Vietnam, the real estate market is expected to experience a revival in 2025, showing improvement compared to 2024. However, the ongoing administrative restructuring at various levels in 2025 may directly impact the legal procedures for investment projects and project development efforts. This situation requires businesses to adopt breakthrough and flexible investment strategies.

Understanding the market landscape and its internal strengths, BV Land has developed a 2025 business plan aligned with its strategic direction, ensuring rapid, breakthrough, and sustainable growth.

1. Business plan for 2025 of the Parent Company (BV Land)

No.	Target	Actual results 2024 (VND)	Plan 2025 (VND)	2025 Plan / 2024 Actual Ratio (%)
1	Sales and service revenue	141,104,269,695	627,485,132,593	444.70%
2	Cost of goods sold	128,677,619,595	355,480,299,041	276.26%
3	Gross profit	12,426,650,100	272,004,833,552	2188.88%
4	Financial revenue	81,625,420,742	101,760,066,452	124.67%
5	Financial costs	1,680,592,677	9,967,242,018	593.08%
6	Cost of sales	0	42,819,910,705	
7	Business management costs	15,037,498,630	21,281,637,224	141.52%
8	Other income	1,808,306,769		
9	Other costs	175,174,081		
10	Total accounting profit before tax	78,967,112,223	299,696,110,057	379.52%
11	Corporate income tax expense	4,432,112,969	48,756,595,285	
12	Profit after corporate income tax	74,534,999,254	250,939,514,772	336.67%

2. Business Plan 2025 – Consolidation

No.	Target	Actual results 2024 (VND)	Plan 2025 (VND)	2025 Plan / 2024 Actual Ratio (%)
1	Sales and service revenue	803,565,512,060	1,663,397,562,523	207.00%
2	Cost of goods sold	707,370,098,253	984,359,820,084	139.16%
3	Gross profit	96,195,413,807	679,037,742,439	705.89%
4	Financial revenue	19,388,361,703	38,413,332,438	198.13%
5	Financial expenses	13,847,201,249	24,928,400,664	180.02%
6	Profit and loss in joint ventures and associates	507,691,734		0.00%
7	Cost of sales	36,777,525,956	122,644,428,774	333.48%
8	Administrative expenses	42,110,470,817	48,780,650,625	115.84%
9	Other income	8,826,765,952	1,515,430,125	17.17%
10	Other expenses	2,746,027,159	889,466,553	32.39%
11	Total accounting profit before tax	29,437,008,015	521,723,558,387	1772.34%
12	Current + deferred corporate income tax expense	11,702,148,459	113,059,947,748	966.15%
13	Profit after corporate income tax	17,734,859,556	408,663,610,639	2304.30%

3. Strategic solutions

Based on forecasts of the global and domestic economic landscape, the Board of Directors has proactively developed a strategic plan for 2025, with a clear vision of sustainable growth, ensuring financial security and effective risk management. Specifically:

- In business operations, the Company focuses on building an efficient and highly skilled Business Department specializing in sales and market research. It also applies technological solutions to enhance customer care services.
- The Company implements branding strategies to increase BV Land's brand value and successfully complete its brand repositioning.
- Resources are concentrated on executing the BV Diamond Hill Thái Nguyên project on schedule while ensuring quality, efficiency, occupational safety, and environmental protection.
- Legal procedures for investment projects are expedited.
- The Company strengthens strategic relationships with financial institutions to secure adequate and timely capital while implementing strict cash flow control measures and optimizing financial resource utilization.
- Advanced technological solutions are fully leveraged in management and operations to streamline processes, reduce processing time, and enhance workforce quality.

4. Key tasks for 2025

4.1. In management and administration

- Successfully organize the 2025 Annual General Meeting of Shareholders and implement the Resolutions of the General Meeting of Shareholders;
- Closely monitor macroeconomic conditions and proactively adjust policies and business plans to align with market fluctuations.

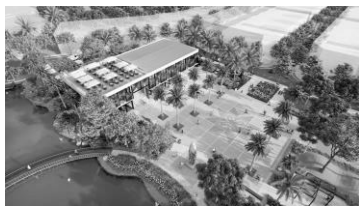
- Hold regular and ad-hoc Board of Directors meetings as required to review business performance, approve quarterly business plans, and direct the Executive Board and departments to achieve annual targets.
- Focus on enhancing internal control efficiency, strengthening operational supervision, and proactively supporting and closely coordinating with subsidiaries.

4.2. **In investment and project development**



BV Bavella Green Park Urban Area Project (Bac Giang City):

- The Provincial People's Committee has issued a decision for the second land allocation.
- Completed procedures for granting land use rights certificates to customers who transferred the land.



BV Bavella Thanh Ba Urban Area Project (Phu Tho):

Resolve legal issues related to the new regulations with government agencies regarding land clearance (GPMB), adjust the investment policy of the project, and complete the legal procedures to be granted land and construction



BV Diamond Hill Thai Nguyen Project:

- Construction of the project's components according to the established schedule, ensuring quality, efficiency, and compliance with labor safety and environmental sanitation standards.
- Complete the notification of eligibility for selling future housing and selling properties to foreigners by June 2025.

Together with other companies in the real estate sector, strive to be appointed as the investor for 8 new projects through various development methods, including project development and M&A.

4.3. **In business**

- **BV Diamond Hill Bac Giang Project, Bavella Lac Ngan, Bavella Green Park:** Continue selling remaining products of the projects and focus on debt recovery.
- **BV Diamond Hill Thai Nguyen:** Successfully launched project products. Implemented breakthrough and creative solutions in marketing and sales, achieving business targets.

4.4. **Other tasks**

- *In the work of Finance and Accounting:*
 - Conducting financial statement audit in 2024;
 - Effective management of assets and capital, with good risk prevention and control mechanisms;
 - Tightly control cash flow, ensure no imbalance and timely meet the Company's production and business needs.
- *In human resource management and corporate culture building:*
 - Recruit additional staff in a timely manner, ensure effective production and business operations and be ready for new business activities in 2025;

- Professionalize the operations of the Boards, apply technology, improve efficiency and productivity;
- Perfecting the system of internal procedures and regulations, optimizing work processing time;
- Improve the quality of human resources through regular training activities;
- Effectively organize external training programs for Company Leaders, middle managers and students of BV Next Gen 01 class;
- Persistently cultivate and build corporate culture according to the core values and corporate culture values of the Company; aiming to raise awareness and understanding of employees about corporate culture, creating trust, connection, empathy and sharing of cultural values between employees and the Company;
- Successfully organize major events of the Company, increase understanding and pride in the Company's corporate culture;
- Continue to accompany Blue Moon Foundation to carry out charity programs and contribute to the community.
- *In communication and branding work*
 - Increase brand awareness through integrated communications, strategic sponsorships, partnership collaborations, and multi-platform visual promotion.
 - Sign cooperation contracts with leading partners, take advantage of the brand strength of partners to increase position ;
 - Actively participate in prestigious awards, enhance BV Land's position and brand recognition in the market ;
 - Quickly and accurately update information about BV Land's activities, events, business results and projects, and create attractive media content to attract readers ;
 - Effectively deploy existing communication channels such as youtube, website, press, television , etc. to increase BV Land brand coverage to the public;
 - Maintain and develop good relationships with media and press agencies.

Above is the 2024 Business Results Report and 2025 Business Plan of BV Land Joint Stock Company.
Respectfully submit to the 2025 Annual General Meeting of Shareholders for consideration and approval!
Best regards,

On behalf of the Board of Directors
CHAIRMAN OF BOARD OF DIRECTORS



NGUYEN TAN THANH

No. 01.1/2025/Report/BOD-BVL

Date : 02/04/2025

REPORT OF THE BOARD OF DIRECTORS ON 2024 PERFORMANCE RESULTS AND 2025 PLAN

Respectfully submit to : The Annual General Meeting of Shareholders 2025

The Board of Directors (BOD) respectfully reports to the General Meeting of Shareholders (GMS) on the results of the BOD's performance in 2024 and the 2025 operating plan as follows:

I. GENERAL COMMENTS

In 2024, the Board of Directors of BV Land continued to be entrusted by the General Meeting of Shareholders with the responsibility of management, operation and strategic orientation, ensuring sustainable business development while optimizing benefits for shareholders.

In 2024, the economic picture will be a mix of Vietnam's impressive achievements and persistent global challenges. Domestically, Vietnam's economy recorded an impressive GDP growth of 7.09%, exceeding the set target and being among the countries with the highest growth rate in the region. Inflation was well controlled and maintained below 4%, creating a stable environment for production and consumption activities. Foreign direct investment (FDI) attraction reached a record level, along with strong export growth of 14.3%, affirming Vietnam's position in the global supply chain. However, the world economic context still has many potential risks. Although global growth remained at 3.2%, inflation, although decreasing, remains high. Geopolitical tensions and trade conflicts continue to cause unpredictable instability. In addition, the burden of global public debt is increasing, requiring countries to have prudent financial management measures. Overall, 2024 is a successful year for Vietnam's economy, but also poses significant challenges in maintaining sustainable growth momentum in the context of a volatile world economy.

In the context of the economy having rapid and positive changes, the Board of Directors has submitted to the General Meeting of Shareholders a strong growth plan in 2024 with the belief that the projects that the Company and its member units are implementing will complete legal procedures and be eligible for sales and revenue recognition in 2024. However, delays in legal procedures for investment projects and construction progress have greatly affected the production and business activities of the Company and its subsidiaries.

II. BOARD OF DIRECTORS ACTIVITIES REPORT 2024

1. Corporate Governance

In 2024, the Board of Directors held **37** meetings to approve important contents including: (i) approving the documents of the annual General Meeting of Shareholders and asking for shareholders' opinions in writing, (ii) regular Board of Directors meetings to approve quarterly business results and plans, (iii) Board of Directors meetings to approve financial, business, project investment, personnel issues, etc. Details in the attached Appendix.

2. The Board of Directors' oversight and supervision of the Executive Board.

In 2024, the Company has improved its organizational structure and rearranged the Executive Board to improve its capacity in management and administration. Specifically:

No.	Full name	Position	Date of starting/cease of membership in the Board of Directors (dd/mm/yyyy)	
			Date of appointment	Dismissal Date
1	Mr. Ly Tuan Anh	General Director	21/07/2022	
2	Mr. Luu Vu Truong Dam	Deputy General Director	21/07/2022	26/04/2024
3	Mr. Nguyen Vu Thien	Deputy General Director	01/01/2020	01/01/2025
4	Mrs. Khuong Hai Ninh	Deputy General Director	23/09/2024	
5	Mr. Duong Trung Thong	Deputy General Director	01/01/2025	

The Board of Directors highly appreciates the effectiveness of the Executive Board in implementing the Resolutions of the Board of Directors and the Annual General Meeting of Shareholders. Through a strict oversight mechanism, the Board has recognized that the Executive Board has acted promptly and in a timely manner, ensuring compliance with the rights and duties assigned as per legal regulations and the Company's Charter. In particular, the Board acknowledges the Executive Board's focus on risk management and internal control, which has contributed to protecting the legal interests of shareholders and ensuring the sustainable development of the Company. The appointment and dismissal of management staff have been conducted transparently, in accordance with regulations, while corporate culture activities have been given attention and investment, fostering a cohesive working environment for all employees.

3. Evaluation of the performance of the Board of Directors and each member

In 2024, BV Land had some changes in the Board of Directors' personnel, specific information as follows:

No.	Board Member	Position	Date of starting/cease being a member of the Board of Directors/Independent Board of Directors (dd/mm/yyyy)	
			Date of appointment	Dismissal Date
1	Mr. Ta Hoai Hanh	Chairman of the Board	24/04/2023	21/09/2024
2	Mr. Nguyen Tan Thanh	Vice Chairman of Board of Directors	24/04/2023	22/09/2024
		Chairman of the Board	23/09/2024	
3	Mr. Nguyen Vu Thien	Board Member	21/04/2023	
4	Mr. Ly Tuan Anh	Board Member	21/04/2023	
5	Mr. Pham Trong Binh	Independent Member of Board of Directors	21/04/2023	
6	Mrs. Khuong Hai Ninh	Board Member	21/09/2024	

The Board members have shown active participation and high responsibility in all meetings, and have provided in-depth written comments on important issues. Each Board member has maximized his or her role to ensure that all decisions are directed towards the interests of

shareholders and the sustainable development of the Company.

III. ORIENTATION OF BOARD OF DIRECTORS' ACTIVITIES IN 2025

The year 2025 is expected to see signs of a mild global economic recovery; however, challenges still lie ahead. According to international financial institutions, global economic growth is projected to reach approximately 2.7% during 2025–2026 (World Bank - WB, January 2025). Vietnam aims for a GDP growth rate of 8% in 2025, with the potential to accelerate to 10% when conditions allow. The Company's leadership identifies 2025 and the following years as a period of opportunities for the economy in general and the real estate market in particular.

The Board of Directors identifies the following key tasks:

- Collaborate with subsidiary units to focus on sales activities for ongoing and new projects (Bavella Green Park, Diamond Hill Thái Nguyên) with breakthrough business solutions, seizing market opportunities.
- Stay updated on changes in the organization of administrative structures at all levels and focus on researching modifications in the investment-related legal framework, accelerating the legal procedures for key investment projects.
- Work with subsidiary units to successfully be the investor or achieve M&A for at least 08 projects and prepare land funds for the next development phase.
- Develop the BV Land brand, enhance brand value, and complete the BV Land brand repositioning project.
- Research and develop unique characteristics for each product line, integrating **BV Land's signature** amenities and services into every project to elevate product value and enhance the living experience for residents.
- Continue to strengthen and optimize the effectiveness of the internal control system, quality management, and risk management.
- Strengthen strategic relationships with financial institutions to ensure abundant and timely capital, while applying stringent cash flow control measures and optimizing the use of financial resources.
- Maximize the potential of advanced technological solutions in management and operations to optimize work processes, reduce processing times, and improve the quality of the workforce.

Above is the report of the Board of Directors on the results of the Board of Directors' activities in 2024 and the direction of activities in 2025 , respectfully submitted to the General Meeting of Shareholders for approval.

Best regards./.

Recipient:

- Shareholders;
- Member of BOD;
- Member BOS;
- File archive.

On behalf of the Board of Directors

**CHAIRMAN OF BOARD OF
DIRECTORS****NGUYEN TAN THANH**


APPENDIX 01.
LIST OF BOARD OF DIRECTORS MEETINGS IN 2024

No.	Resolution/Decision No.	Content	Meeting date (dd/mm/yyyy)	Passage Rate
1.	01/2024/NQ/HĐQT-BVL	Resolution of the Board of Directors on approving the General Director's report on business performance in the fourth quarter of 2023 and business performance plan in the first quarter of 2024	18/01/2024	100%
2.	02/2024/NQ/HĐQT-BVL	Resolution of the Board of Directors on approving the implementation of stock distribution to existing shareholders	16/02/2024	100%
3.	03/2024/NQ/HĐQT-BVL	Resolution of the Board of Directors on approving the last registration date to exercise shareholder rights and the plan to organize the 2024 Annual General Meeting of Shareholders	21/02/2024	100%
4.	04/2024/NQ/HĐQT-BVL	Resolution of the Board of Directors on approving the adjustment of the investment project of Thanh Ba Urban Housing Area in Thanh Ba town and Dong Xuan commune, Thanh Ba district	27/02/2024	100%
5.	05.1/2024/NQ/HĐQT-BVL	Resolution of the Board of Directors issuing the financial regulations of BV Land JSC - 1st amendment	01/03/2024	100%
6.	05.2/2024/NQ/HĐQT-BVL	Resolution of the Board of Directors promulgating the regulations on organization and operation of BV Land JSC - 3rd amendment	01/03/2024	100%
7.	06/2024/NQ/HĐQT-BVL	Resolution of the Board of Directors on approving the Agenda and Draft documents to be submitted to the 2024 Annual General Meeting of Shareholders	15/03/2024	100%
8.	07/2024/NQ/HĐQT-BVL	Resolution of the Board of Directors on approving the plan for BV Land to borrow 12 Certificates of land use rights and ownership of house and other property on land from BV Group	22/03/2024	100%
9.	08/2024/NQ/HĐQT-BVL	Resolution of the Board of Directors on voting on the contents approved at the 2024 Annual General Meeting of Shareholders Dong Nai Production and Trading Joint Stock Company and nominating personnel to be elected to the Board of Supervisors for the 2023-2028 term	25/03/2024	100%
10.	09/2024/NQ/HĐQT-BVL	Resolution of the Board of Directors on extending the time for distributing shares to the public for existing shareholders	29/03/2024	100%
11.	10/2024/NQ/HĐQT-BVL	Resolution of the Board of Directors on	01/04/2024	100%

		reappointment of Chief Accountant - Mr. Nguyen Duc Luu		
12.	11/2024/NQ/HĐQT-BVL	Resolution of the Board of Directors on dismissal of Deputy General Director – Mr. Luu Vu Truong Dam	26/04/2024	100%
13.	12/2024/NQ/HĐQT-BVL	Resolution of the Board of Directors on approving the adjustment of the investment project of Thanh Ba Urban Housing Area in Thanh Ba town and Dong Xuan commune, Thanh Ba district	06/05/2024	100%
14.	13/2024/NQ/HĐQT-BVL	Resolution of the Board of Directors on approving the policy of guaranteeing the obligations of BV Invest Joint Stock Company for the loan under the Credit Contract with BIDV Bank - Ha Thanh Branch	08/05/2024	100%
15.	14/2024/NQ/HĐQT-BVL	Resolution of the Board of Directors on distribution of remaining shares	27/05/2024	100%
16.	15/2024/NQ/HĐQT-BVL	Resolution of the Board of Directors on approving the results of public stock issuance and completion of the charter capital increase issuance	28/05/2024	100%
17.	16/2024/NQ/HĐQT-BVL	Resolution of the Board of Directors on approving the change in the plan to use the proceeds from the issuance of shares to existing shareholders to increase charter capital	04/06/2024	100%
18.	17/2024/NQ/HĐQT-BVL	Resolution of the Board of Directors on contributing additional capital to the Tay Dinh Tri Urban Area project and lending capital to Areca Vietnam Investment and Services Joint Stock Company	05/06/2024	100%
19.	18/2024/NQ/HĐQT-BVL	Resolution of the Board of Directors on purchasing shares of TMG Infrastructure Development Joint Stock Company	12/06/2024	100%
20.	19/2024/NQ/HĐQT-BVL	Resolution of the Board of Directors on withdrawal of collateral at Vietnam - Russia Joint Venture Bank - Transaction Office Branch	18/06/2024	100%
21.	20/2024/NQ/HĐQT-BVL	Resolution of the Board of Directors on approving the implementation of the plan to increase BVL's charter capital from issuing shares to pay dividends in 2023	19/06/2024	100%
22.	21/2024/NQ/HĐQT-BVL	Resolution of the Board of Directors on approving the closing of the shareholder list to pay stock dividends in 2023	02/07/2024	100%
23.	22/2024/NQ/HĐQT-BVL	Resolution of the Board of Directors on approving the issuance results and ending the share issuance to pay dividends in 2023 and changing business registration	26/07/2024	100%

24.	23/2024/NQ/HĐQT-BVL	Resolution of the Board of Directors on approving the General Director's report on the business performance results for the first 6 months of 2024 and the business performance plan for the last 6 months of 2024	25/07/2024	100%
25.	24/2024/NQ/HĐQT-BVL	Resolution of the Board of Directors on adjusting the content of Article 1 of Resolution of the Board of Directors No.22/2024/NQ/HĐQT-BVL	31/07/2024	100%
26.	25/2024/NQ/HĐQT-BVL	Resolution of the Board of Directors on approving the transfer of shares at Dong Nai Production and Trading Service JSC and approving the Information Disclosure Regulations	01/08/2024	100%
27.	26/2024/NQ/HĐQT-BVL	Resolution of the Board of Directors on approving the resignation letter of Mr. Ta Hoai Hanh; draft Proposal to dismiss Mr. Ta Hoai Hanh and elect additional members of the Board of Directors for the remaining period and approving the last registration date	20/08/2024	100%
28.	27.1/2024/NQ/HĐQT-BVL	Resolution of the Board of Directors on approving the election of Chairman of the Board of Directors-Mr. Nguyen Tan Thanh and Deputy General Director – Mr. Khuong Hai Ninh	23/09/2024	100%
29.	27.2/2024/NQ/HĐQT-BVL	Resolution of the Board of Directors on approving the transfer of stock transactions from UPCOM to Hose	23/09/2024	100%
30.	28/2024/NQ/HĐQT-BVL	Resolution of the Board of Directors on approving the mortgage plan of assets of a third party is BV Invest Joint Stock Company to secure the obligations of BV Land Joint Stock Company at the Joint Stock Commercial Foreign Trade Vietnam Bank - Thanh Xuan Branch	15/10/2024	100%
31.	29/2024/NQ/HĐQT-BVL	Resolution of the Board of Directors on approving the loan to BV Bavella Joint Stock Company	31/10/2024	100%
32.	30/2024/NQ/HĐQT-BVL	Resolution of the Board of Directors on approving the authorization to perform work related to the project of New Urban Area West of Dinh Tri, Bac Giang city for Areca Vietnam Investment and Service Joint Stock Company	13/11/2024	100%
33.	31/2024/NQ/HĐQT-BVL	Resolution of the Board of Directors on approving the plan for BV Land JSC to mortgage all shares owned at Areca Vietnam Investment and Services JSC to ensure the obligations of Areca Vietnam Investment and Services JSC at Military Commercial Joint Stock Bank - Son Tay Branch	26/11/2024	100%
34.	32/2024/NQ/HĐQT-BVL	Resolution of the Board of Directors on lending capital to BV Bavella Joint Stock Company	12/12/2024	100%

35.	33/2024/NQ/HĐQT-BVL	Resolution of the Board of Directors on approving the transfer of shares owned by BV Land Joint Stock Company at BV Invest Joint Stock Company	24/12/2024	100%
36.	33A/2024/NQ/HĐQT-BVL	Resolution of the Board of Directors to lend capital to BV Bavella Joint Stock Company	25/12/2024	100%
37.	34/2024/NQ/HĐQT-BVL	Resolution of the Board of Directors on changing the position of Deputy Director	30/12/2024	100%
38.	35/2024/NQ/HĐQT-BVL	Resolution of the Board of Directors on amending the Charter of organization and operation of BV Land - 4th time	30/12/2024	100%



Number: 01.2/2025/Report/BOS-BVL

Date: 02/04/2025

REPORT ON PERFORMANCE RESULTS OF THE SUPERVISORY BOARD IN 2024**Respectfully submit to : Annual General Meeting of Shareholders 2025**

The Supervisory Board respectfully submits the Annual General Meeting of Shareholders 2025 for approval of the Report on the activities of the Supervisory Board for the year 2024. The details are as follows:

I. REPORT ON PERFORMANCE RESULTS OF THE BOARD OF SUPERVISION IN 2024**1. Coordinate control with vertical units**

In 2024, the Supervisory Board coordinated with the Company's Internal Audit Board to implement activities to monitor compliance in the Company's operations. The records of the Internal Audit Board were reviewed and evaluated by the Supervisory Board, and recommendations were made to the Board of Directors and the Executive Board to limit risks and protect shareholders' interests.

2. Results of monitoring the management and operation of the Board of Directors.

- In 2024, the Board of Directors fully and seriously implemented and closely followed the Resolution of the Annual General Meeting of Shareholders; performed well the role of guiding and supervising the Board of Directors in operating production and business according to the goals approved by the General Meeting of Shareholders.
- The Board of Directors has issued resolutions and decisions within its authority, in accordance with the provisions of law and the Company's Charter. In 2024, the Board of Directors discussed and decided on a number of important issues related to business operations, including:
 - ✓ Approval of the contents to be submitted to the 2024 Annual General Meeting of Shareholders.
 - ✓ Approval of the results of the public offering and completion of the offering.
 - ✓ Through the issuance of shares to pay dividends to existing shareholders
 - ✓ Through the appointment and dismissal of management staff
 - ✓ Through amending the company's organizational regulations, streamlining the departmental apparatus to ensure effective operation.
 - ✓ Approval of quarterly and annual business results and plans
 - ✓ Through other important contents under authority.
- The procedure for issuing Resolutions of the Board of Directors is carried out in accordance with the provisions of the Company Charter and the law.



- In 2024, the Board of Directors approved the implementation of a risk-oriented internal audit plan. The Supervisory Board assessed that the Internal Audit report had raised important issues. The Internal Audit Department advised the Board of Directors and the Company's Executive Board on effective solutions to control risks and improve the Company's internal control system.

3. Results of monitoring the activities of the Board of Directors

- The Board of Directors has fully implemented and closely followed the resolutions of the Board of Directors, proactively proposed solutions to complete business goals in the context of the real estate market not yet fully recovered.
- The Board of Directors has clearly assigned tasks among members, responsible for each area, and holds regular meetings to direct and operate the business activities of each unit.
- The Board of Directors has promptly and fully reported on the Company's business performance to the Board of Directors and proposed effective and practical solutions to the Board of Directors to achieve the Company's goals.

4. Supervise financial and accounting work

- Financial accounting work has complied with the Company's internal procedures and regulations and current laws.
- Accounting bookkeeping and financial reporting: The Company applies the current Vietnamese Enterprise Accounting System.
- The inventory of funds and assets at the Company is carried out periodically: monthly, quarterly, and annually. The inventory composition is in accordance with the Company's regulations. The year-end inventory is witnessed by a representative of the Board of Supervisors.

5. Audit results of financial statements for 2024

❖ Financial reporting work

- The Company's financial statements are prepared fully and promptly in accordance with Vietnamese Accounting Standards and submitted on time as required by state management agencies and the Company's regulations.
- The 2024 financial statements have been audited by Vietnam Auditing and Valuation Company Limited. After reviewing and appraising the financial statements, the Board of Supervisors agreed with the opinions of Vietnam Auditing and Valuation Company Limited on key aspects. The financial statements prepared by the Company fully, honestly and reasonably reflect the situation of assets, liabilities, owners' equity as well as business performance and cash flow, in accordance with Vietnamese accounting standards, accounting regimes and current legal regulations.

❖ Production and business results in 2024

Results in 2024 of BV Land JSC (Audited Separate Report)

Unit: VND

No.	Target	Plan 2024	Results 2024	Completion of annual plan (%)
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1	Sales and service revenue	223,186,367,737	141,104,269,695	63.22%
2	Cost of goods sold	192,492,803,682	128,677,619,595	66.85%
3	Gross profit	30,693,564,055	12,426,650,100	40.49%
4	Net operating profit	88,508,139,666	77,333,979,535	87.37%
5	Total profit before tax	88,508,139,666	78,967,112,223	89.22%
6	Corporate Income Tax	4,676,434,350	4,432,112,969	94.78%
7	Profit after corporate income tax	83,831,705,316	74,534,999,254	88.91%

Consolidated 2024 Business Results (Audited Consolidated Financial Statements)

Unit: VND

No.	Target	Plan 2024	Results 2024	Completion of annual plan (%)
1	Sales revenue and service provision	1,349,670,762,445	803,565,512,060	59.54%
2	Cost of goods sold	1,115,521,733,327	707,370,098,253	63.41%
3	Gross profit	234,149,029,117	96,195,413,807	41.08%
4	Net profit from business activities	146,557,439,142	23,356,269,222	15.94%
5	Total profit before tax	147,267,962,719	29,437,008,015	19.99%
6	Corporate income tax (current + deferred)	28,846,301,857	11,702,148,459	40.57%
7	Profit after corporate income tax	118,421,660,862	17,734,859,556	14.98%

- In 2024, the Company's separate and consolidated revenue and profit did not reach the target assigned by the General Meeting of Shareholders. The reason is assessed to be due to the project's slow legal progress, leading to delays in recording construction and sales revenue at the parent company and its subsidiaries. In the process of monitoring the Company's operations, the Board of Supervisors has regularly exchanged with the Board of Directors and the Board of Management to update the implementation progress and drastic solutions in urging and supervising contractors to implement the project.
- Regarding the performance of obligations to the State Budget: The Company declares and pays all relevant taxes and fees.
- Regarding financial management: The Company has fully complied with legal and internal regulations in financial management.

6. Evaluate the coordination of activities between the Board of Supervisors, the Board of Directors and the Executive Board

- In 2024, the Board of Supervisors always closely coordinated with the Board of Directors, the Board of Management and the Company's Departments to carry out inspection and supervision activities. During the working process, the Board of Directors and the Board of Management cooperated and created favorable conditions for the Board of Supervisors to perform its tasks such as: providing information and documents for supervision, assigning staff to coordinate and support when requested... The Board of Supervisors' recommendations and proposals were all considered by the Board of Directors and the Board of Management, and directed relevant units to seriously implement them. The Board of Directors also created favorable conditions for the Board of Supervisors to attend the Company's regular and extraordinary meetings .
- The Supervisory Board has informed the Board of Directors and the Executive Board about the work plan, inspection and supervision plan for the year and coordinated with the Company's functional departments.

During its operation, the Board of Supervisors has received active cooperation from the Board of Directors and the Executive Board of the Company to successfully complete its tasks, meeting the trust of the General Meeting of Shareholders.

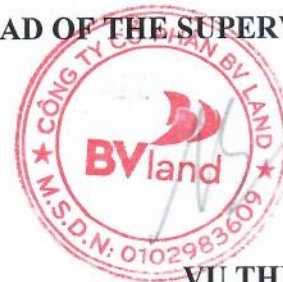
According to the content of the 2025 Annual General Meeting of Shareholders, BV Land Joint Stock Company changed its management structure and dissolved the Board of Supervisors. Therefore, the Board of Supervisors did not develop directions and tasks for 2025.

Above is the report on the inspection and supervision activities of the Board of Supervisors in 2024. We respectfully submit this report to the General Meeting of Shareholders.

Wishing the General Meeting of Shareholders great success!

On behalf of the Board of Supervisors

HEAD OF THE SUPERVISORY BOARD



VU THI HA

No: 01.1/2025/ Proposal/BOD-BVL

Date: 02/04/2025

PROPOSAL*(Re: Approval of The Audited Financial Statements for 2024)***Respectfully submit to: The Annual General Meeting of Shareholders 2025**

- Pursuant to the Law on Enterprises 2020 and implementing documents;
- Pursuant to the Charter of BV Land Joint Stock Company;
- Consider the actual situation.

The Board of Directors respectfully submits to The Annual General Meeting of Shareholders 2025 of BV Land Joint Stock Company for approval of the 2024 separate and consolidated financial statements audited by Vietnam Auditing and Valuation Company Limited (AVA).

For details, see website at: <https://bvland.vn/quan-he-co-dong/>

Respectfully submit to the 2025 Annual General Meeting of Shareholders of BV Land Joint Stock Company for consideration and vote to approve the contents of the Proposal!

Best regards,

Recipient:

- Dear Shareholders;
- Board of Directors, Supervisory Board;
- Save to BOD Assistant Office.

On behalf of the Board of Directors

CHAIRMAN OF BOARD OF DIRECTORS

NGUYEN TAN THANH

No: 01.2/2025/Proposal/BOD-BVL

Date: 02/04/2025

PROPOSAL

Re: Settlement of salaries, remunerations and allowances of the Board of Directors and the Board of Supervisors 2024 and salary, remuneration and allowance plan for 2025

Respectfully submit to: The Annual General Meeting of Shareholders 2025

- Pursuant to the Law on Enterprises No.59/2020/QH14 dated June 17,2022 and implementing documents;
- Pursuant to the Charter of BV Land Joint Stock Company;
- Pursuant to the Minutes and Resolution of the 2024 Annual General Meeting of Shareholders of BV Land Joint Stock Company;
- Based on actual situation.

The Board of Directors of BV Land Joint Stock Company respectfully submits to the 2025 Annual General Meeting of Shareholders for approval of the settlement of salaries, remunerations, and allowances of the Board of Directors and the Board of Supervisors in 2024 and the Salary, Remuneration, and Allowance Plan for 2025. Specifically as follows:

1. Report on remuneration settlement of Board of Directors & Supervisory Board in 2024

In 2024, the Company paid salaries, remunerations, and allowances to the Board of Directors and the Board of Supervisors. Specifically as follows:

No.	Category	Total salary, remuneration, allowances year 2024 (VND)
1	Board of Directors	24,000,000
	Remuneration of the Chairman of the Board	0
	Remuneration of Board members (03 members)	0
	Allowances of independent board members	24,000,000
2	Board of Supervisors	24,000,000
	Salary and bonus of Head of Supervisory Board	0
	Board of Supervisors member remuneration (02 members)	24,000,000

2. Salary, remuneration and allowance plan for Board of Directors and Board of Supervisors 2025

No.	Category	Salary, remuneration (VND/person/month)	Total salary and remuneration in 2025 (VND)
1	Board of Directors		24,000,000

Remuneration of the Chairman of the Board	0	0
Remuneration of Board members (03 members)	0	0
Allowance of independent member of the Board of Directors (01 member)	2,000,000	24,000,000

The Board of Directors respectfully submits to the General Meeting of Shareholders for approval the Report on the finalization of salaries, remunerations, and allowances for the Board of Directors and the Board of Supervisors for 2024, along with the salary, remuneration, and allowance plan for 2025. The remuneration for the Board of Directors and the Board of Supervisors is provisionally paid on a quarterly basis and finalized at the end of the fiscal year.

Best regards,

Recipient:

- As above;
- Save to BOD Assistant Office.

On behalf of the Board of Directors

CHAIRMAN OF BOARD OF DIRECTORS



NGUYEN TAN THANH



No: 01.3/2025/Proposal/BOD-BVL

Date: 02/04/2025

PROPOSAL

Re: Approval of the profit distribution plan for 2024, handling the Development Investment Fund, and the profit distribution plan for 2025

Respectfully submit to : The Annual General Meeting of Shareholders 2025

- Pursuant to the Law on Enterprises 2020 and implementing documents;
- Pursuant to the Law on Securities 2019 and implementing documents;
- Pursuant to the Charter of BV Land Joint Stock Company;
- Based on the 2024 Business Results and 2025 Business Plan;
- Consider the actual situation.

The Board of Directors of BV Land Joint Stock Company respectfully submits to the General Meeting of Shareholders for approval of the plan to set up funds and distribute profits in 2024, and the plan for profit distribution in 2025. Specifically as follows:

1. Plan for fund allocation and profit distribution in 2024

No.	Target	Amount (VND)
1	Profit after corporate income tax in 2024	74,534,999,254
2	Provision for funds	1,114,298,239
	Welfare fund (0.5% of profit after tax)	372,674,996
	Bonus fund (1% of remaining profit after tax)	741,623,243
3	Accumulated undistributed profit after tax to the end of the previous period	30,392,026,858
4	Dividends paid to shareholders in shares (rate of 8% of charter capital at the time of issuance)	66,230,640,000
5	Total retained earnings for production and business	37,582,087,873

2. Reversal of the Balance of the Development Investment Fund to Undistributed After-Tax Profit and Cessation of Fund Allocation from 2025

The Development Investment Fund is part of the Company's Owner's Equity. To enhance flexibility in utilizing Owner's Equity in the Company's financial statements in accordance with the provisions of the Law on Enterprises, the Board of Directors respectfully submits the following proposals for approval by the General Meeting of Shareholders:

- Reverse the entire current balance of the Development Investment Fund, as recorded in the audited separate financial statements as of December 31, 2024, to the Company's Undistributed After-Tax Profit.
- Cease allocations to the Development Investment Fund from 2025 onwards.

3. Plan for fund allocation and profit distribution in 2025

No.	Target	Amount (VND)
1	Profit after corporate income tax in 2025 (expected)	250,939,514,772
2	Provisions for funds	1,503,629,573
	Welfare fund (0.2% of profit after tax)	501,879,030
	Bonus fund (0.4% of remaining profit after tax)	1,001,750,543
3	Undistributed profit after tax accumulated to the end of the previous period	47,795,515,642
	Of which, the undistributed profit after tax increased due to the expected return of the Development Investment Fund	10,213,427,769
4	Dividends to shareholders (expected in shares or cash with a maximum rate of 20% of charter capital at the time of issuance)	178,822,728,000
5	Total retained profit for production and business	118,408,672,841

4. Implementing organization

The 2025 Annual General Meeting of Shareholders assigns the Board of Directors to take the lead and direct the Company's legal representative in formulating, approving, and implementing plans for fund allocations, reversals, and dividend payments to shareholders from after-tax profits.

The General Meeting of Shareholders grants full authorization to the Board of Directors to determine all matters related to the 2025 interim dividend payment, depending on the Company's business performance. This includes the decision on whether to proceed with an interim dividend payment, the dividend payout ratio (ensuring it does not exceed 20% of charter capital), the timing, payment method, and other relevant issues concerning interim dividends for shareholders.

Respectfully submit to the General Meeting of Shareholders of BV Land Joint Stock Company for consideration and approval.

Best regards!

Recipient:

- As above
- Board of Directors, Management Board
- Save: F&A Dept., BOD Assistant Office.

On behalf of the Board of Directors
CHAIRMAN OF BOARD OF DIRECTORS



NGUYEN TAN THANH

No: 01.4/2025/Proposal/BOD-BVL

Date: 02/04/2025

PROPOSAL*Re: Approval of the selection of the 2025 financial statement audit firm***Respectfully submit to : The Annual General Meeting of Shareholders 2025**

- Pursuant to the Law on Enterprises 2020 and implementing documents;
- Pursuant to the Charter of BV Land Joint Stock Company;
- Based on the actual situation.

The Board of Directors of BV Land Joint Stock Company respectfully submits to The Annual General Meeting of Shareholders for approval the selection of an independent auditing company to audit the Company's 2025 financial statements in accordance with the law. Specifically as follows:

I. Selection criteria and proposal list**1. Selection criteria:**

- Is an auditing company with experience auditing large companies and corporations in the Company's field of operation.
- Has a team of qualified and experienced auditors;
- Reputable for audit quality;
- Meet the Company's requirements on audit scope and progress; reasonable audit fees, consistent with audit quality based on review of audit fee proposals and audit scope.

2. Suggested list:

Based on the above criteria, the Board of Directors proposes to select one of the following four units to audit the Company's 2025 Financial Statements:

- MOORE AISC Auditing and Informatics Services Co., Ltd. – Hanoi Branch
- International Auditing and Valuation Company Limited (IAV)
- Vietnam Auditing and Valuation Company Limited (AVA)
- AFC Vietnam Auditing Company Limited – Hanoi Branch

II. The Board of Directors respectfully submits to the General Meeting of Shareholders for vote and approval of the following contents:

1. Approve the selection criteria and list of Auditing Companies stated in Sections I.1 and I.2 of this Submission.
2. The Annual General Meeting of Shareholders authorizes the Chairman of the Board of Directors to select one of the auditing companies in the list stated in Section I.2 of this submission.
3. In case the Company cannot select one of the above auditing units to audit the 2025 Financial Statements, the Board of Directors respectfully submits to the General Meeting



of Shareholders to authorize the Chairman of the Board of Directors to proactively select another unit on the basis of meeting the standards in Section I.1 and ensuring maximum benefits for the Company.

Respectfully submit to the 2025 Annual General Meeting of Shareholders of BV Land Joint Stock Company for consideration and vote to approve the contents of the Proposal!

Best regards,

Recipient:

- As above;
- Save: BOD Assistant Office.

On behalf of the Board of Directors

**CHAIRMAN OF BOARD OF
DIRECTORS**



NGUYEN TAN THANH



No.: 01.5/2025/Proposal/BOD-BVL

Date: 02/04/2025

PROPOSAL

(Re: Dismissal of Mr. Nguyen Vu Thien from the position of member of the Company's Board of Directors, dismissal of members of the Board of Supervisors, and election of members of the Board of Directors for the remaining term of 2023-2028)

Respectfully submit to : The Annual General Meeting of Shareholders 2025

- Pursuant to the Law on Enterprises 2020 and implementing documents;
- Pursuant to the Securities Law 2019 and implementing documents;
- Pursuant to the Charter and Regulations on organization and operation of BV Land Joint Stock Company;
- Pursuant to Resolution of the Board of Directors No.:08/2025/Res./BOD-BVL dated April 2, 2025;
- Based on the actual situation.

The Board of Directors of BV Land Joint Stock Company respectfully submits to the 2025 Annual General Meeting of Shareholders for consideration and approval of the following contents:

1. **Content 1.** Dismissal of Mr. Nguyen Vu Thien from the position of member of the Board of Directors of BV Land Joint Stock Company for the term 2023-2028 from 25/04/2025.
2. **Content 2.** Dismissal of Mrs. Vu Thi Ha from the position of Head of the Supervisory Board and member of the Supervisory Board of BV Land Joint Stock Company for the term 2023-2028 from 25/04/2025.
3. **Content 3:** Dismissal of Mr. Le Thanh Hai from the position of member of the Board of Supervisors of BV Land Joint Stock Company for the term 2023-2028 from 25/04/2025.
4. **Content 4:** Dismissal of Mrs. Nguyen Thi Thuy Linh from the position of member of the Board of Supervisors of BV Land Joint Stock Company for the term 2023-2028 from the date 25/04/2025.
5. **Content 3.** Approval of the Regulations on nomination, candidacy, and election of members of the Board of Directors of BV Land Joint Stock Company for the 2023-2028 term.
6. **Content 4.** Election of additional members of the Board of Directors for the 2023 - 2028 term
 - Number of additional elected members of the Board of Directors: 01 member
 - Standards for candidates to join the Board of Directors as prescribed in Article 155 of the Law on Enterprises and the Company Charter;
 - Other contents related to the election of additional members of the Board of Directors for the 2023-2028 term shall be applied according to the Regulations on nomination, candidacy, and election of members of the Board of Directors of BV Land Joint Stock Company for the 2023-2028 term announced on the Company's website at <https://bvland.vn/>



Respectfully submit to the Annual General Meeting of Shareholders for consideration and approval of the above contents.

Best regard,

Recipient:

- As above;
- BOD, BOS;
- Save: BOD Assistant Office.

On behalf of the Board of Directors

CHAIRMAN OF BOARD OF DIRECTORS



NGUYEN TAN THANH



No.: 01.6/2025/Proposal/BOD-BVL

Date: 02/04/2025

PROPOSAL

(Re: Changes to the organizational structure and amendments to the Company's Charter)

Respectfully submit to : The Annual General Meeting of Shareholders 2025

- Pursuant to the Law on Enterprises 2020 and implementing documents;
- Pursuant to the Securities Law 2019 and implementing documents;
- Pursuant to the Charter and Regulations on organization and operation of BV Land Joint Stock Company;
- Pursuant to Resolution of the Board of Directors No.:08/2025/Res./BOD-BVL dated April 2, 2025;
- Considering the actual situation.

In the past time, BV Land Joint Stock Company has strictly implemented internal management and control, ensuring transparency and compliance with legal regulations. However, in order to optimize the management apparatus and be consistent with the current personnel situation, the Board of Directors of BV Land Joint Stock Company respectfully submits to the 2025 Annual General Meeting of Shareholders for consideration and approval of changes to the management organization structure, specifically as follows:

1. **Content 1.** Dissolution of the Board of Supervisors from 25/04/2025
2. **Content 2.** Through the change of specific management structure as follows:
 - The current management organizational structure model is:
 - ✚ General meeting of shareholders
 - ✚ Board of Directors
 - ✚ Board of Supervisors
 - ✚ General Director
 - The adjusted organizational management structure model is:
 - ✚ General meeting of shareholders
 - ✚ Board of Directors
 - Audit Committee (under the Board of Directors)
 - ✚ General Director

3. **Content 3. Amendment and supplement to the Company Charter**

The Charter is amended and supplemented in accordance with the content of changes in the Company's management structure in accordance with the provisions of law, specifically as follows:



	Contents of the current Charter	Contents of the Charter after amendment and supplementation
Amendment to Article 11. Organizational structure, governance and control)	<p>Article 11: Organizational structure, administration and control</p> <p>The Company's organizational, management, administration and control structure includes:</p> <ol style="list-style-type: none"> 1. General meeting of shareholders. 2. Board of Directors. 3. Board of Control. 4. General Director. 	<p>Article 11 : Organizational structure, administration and control</p> <p>The Company's organizational, management, administration and control structure includes:</p> <ol style="list-style-type: none"> 1. General meeting of shareholders. 2. Board of Directors. 3. Audit Committee (under the Board of Directors) 4. General Director.
Amendment of the contents of the provisions in Chapter IX. Board of Supervisors	Chapter IX. Board of Control Articles 38 to 43 stipulate contents related to the Board of Supervisors ;	Chapter IX. Audit Committee Articles 38 to 43 stipulate the contents related to the Audit Committee.
Amendments to other provisions relating to the Board of Supervisors in the Charter	Contents related to the Board of Supervisors in Articles 12, 16, 17, 19, 21, 22, 24, 29, 32, 34, Chapter X (including Articles 44, 45, 46), Article 59	<ul style="list-style-type: none"> - Delete the content related to the Board of Supervisors in Articles 12, 16, 17, 19, 22, 24, 29, 32, 34, Chapter X (including Articles 44, 45, 46), and Article 59. - Article 21 is amended from Head of the Supervisory Board to Chairman of the Inspection Committee.

4. Content 4. Implementation

- The Board of Directors decides and carries out necessary procedures to establish the Audit Committee in accordance with the law and the Company's Charter, including but not limited to tasks such as developing and promulgating the Audit Committee's operating regulations, deciding on the organizational structure and personnel composition, appointing and dismissing members of the Audit Committee.
- The legal representative of the Company organizes the signing and promulgation of the Charter according to the policy approved by the General Meeting of Shareholders.

Respectfully submit to the General Meeting of Shareholders for consideration and approval of the above contents.

Best regards./.

Recipient:

- As above;
- Save: BOD Assistant Office.

On behalf of the Board of Directors

CHAIRMAN OF BOARD OF DIRECTORS



NGUYEN TAN THANH



No: 01.7/2025/Proposal/BOD-BVL

Date: 02/04/2025

PROPOSAL*Re: Approval of the plan to issue shares to pay dividends in 2024***Respectfully submit to : The Annual General Meeting of Shareholders 2025**

- Pursuant to the Enterprise Law No. 59/2020/QH14 of the 14th National Assembly of the Socialist Republic of Vietnam passed on June 17, 2020;
- Pursuant to the Securities Law No. 54/2019/QH14 of the 14th National Assembly of the Socialist Republic of Vietnam passed on November 26, 2019;
- Pursuant to Decree No. 155/2020/ND-CP dated December 31, 2020 detailing the implementation of a number of articles of the Law on Securities;
- Pursuant to the Charter of BV Land Joint Stock Company;
- Consider the actual situation.

The Board of Directors of BV Land Joint Stock Company respectfully submits to the 2025 Annual General Meeting of Shareholders for approval of the plan to issue shares to pay dividends in 2024 as follows :

1. Approval of the stock issuance plan

- Stock name: BV Land Joint Stock Company Stock
- Type of stock: Common stock.
- Par value of shares: 10,000 VND/share.
- Number of outstanding shares: 82,788,300 share.
- Number of treasury shares: 0 shares.
- Ratio of shares issued to pay dividends: 8% of total outstanding shares at the time of issuance, equivalent to the right exercise ratio of 100:8 (on the last registration date, shareholders owning 01 share will receive 01 right and for every 100 rights will receive 8 additional shares issued to pay dividends).
- Number of shares expected to be issued to pay dividends: maximum 6,623,064 shares.
- Total expected issuance value at maximum par value: 66,230,640,000 VND
- Principle of rounding and handling of fractional shares: The number of issued shares will be rounded to the nearest unit according to the rounding down principle. All decimal fractional shares (if any) arising will be cancelled. For example: On the last registration date, shareholder Nguyen Van A owns 95 shares. Shareholder Nguyen Van A will receive the corresponding number of newly issued shares of $(95/100) \times 8 = 7.6$ shares. According to the rounding principle and the plan for handling fractional shares arising, the number of shares that shareholder Nguyen Van A will receive after rounding down to the nearest unit is 7 shares; 0,6 decimal fractional shares will be cancelled.
- Issuance capital: from undistributed profit after tax on the 2024 audited financial statements.
- Purpose of issuance: Issuing shares to pay dividends in 2024.
- Issuance target: Existing shareholders whose names are on the shareholder list on the last



registration date to close the list to exercise the right to receive 2024 dividends.

- Implementation method: Existing shareholders are entitled to receive additional issued shares by exercising their rights. The right to receive shares issued to pay dividends is not allowed transfer.
- Transfer restrictions: Shares with transfer restrictions (if any) are still entitled to receive additional shares issued from the issuance. Shares issued to pay dividends are not subject to transfer restrictions.
- Expected issuance date: In 2025, immediately after receiving notification from the State Securities Commission of receipt of issuance report documents, ensuring compliance with legal regulations.
- Distribution method: Shares are distributed directly to existing shareholders whose names are on the shareholder list on the last registration date to exercise the right to receive dividends.

2. The General Meeting of Shareholders assigns and authorizes the Board of Directors to:

- Decide on specific issuance time and register issuance with the State Securities Commission;
- Decide on the detailed content of the detailed issuance plan, carry out all procedures and processes according to the approved plan, including amending and supplementing the issuance plan at the request of the competent State management agency or for the purpose of complying with relevant legal regulations or when necessary according to the actual situation of the Company to ensure the successful issuance, ensuring the rights of shareholders and the Company;
- Carry out procedures for distributing dividend shares; calculate and determine the number of shares issued in detail based on the issuance ratio and the principles of rounding and handling of odd shares approved by the General Meeting of Shareholders above; and report the issuance results to the State Securities Commission;
- Amend provisions related to charter capital, shares, and stocks in the Company's Charter after completing the issuance; at the same time, carry out procedures to change the Company's business registration related to the change of charter capital according to the results of the above issuance with the competent State agency;
- Carry out necessary procedures to register securities with Vietnam Securities Depository and Clearing Corporation and register for trading/listing of shares at the Stock Exchange;
- Carry out other authorized contents specified in the issuance plan;
- Decide on other matters and perform other tasks that the Board of Directors or the Chairman of the Board of Directors or the General Director deems necessary in relation to the issuance.
- The Board of Directors is authorized to authorize the Chairman of the Board of Directors or the General Director to perform one or more of the above tasks.



Respectfully submit to the Board of Directors for consideration and approval.

Best regards!

Recipient

- As above;
- BOD, Management Board;
- Save: F&A, BOD Assistant Office.

On behalf of the Board of Directors

**CHAIRMAN OF BOARD OF
DIRECTORS**



NGUYEN TAN THANH



No: 01.1/2025/QC/AGM-BVL

Date: 02/04/2025

**REGULATIONS
ON ORGANIZATION OF THE 2025 ANNUAL GENERAL MEETING OF
SHAREHOLDERS BV LAND JOINT STOCK COMPANY**

**Chapter I
GENERAL PROVISIONS**

Article 1. Scope of Regulation and Applicability

1. This regulation applies to the organization and management of the 2025 Annual General Meeting of Shareholders (hereinafter referred to as the "Meeting") of BV Land Joint Stock Company (hereinafter referred to as the "Company/BV Land").
2. This regulation specifically defines the rights and obligations of shareholders, authorized representatives of shareholders, and other parties attending the Meeting; the conditions, procedures for conducting the Meeting, and voting on issues within the authority of the Meeting.
3. Shareholders, authorized representatives of shareholders, and all parties involved in the Meeting are responsible for complying with the provisions of this regulation.

Article 2. Objectives

1. Ensure transparency and fairness.
2. Facilitate the smooth and successful conduct of the Meeting while ensuring compliance with legal regulations.

**Chapter II
CONDITIONS FOR ATTENDING THE MEETING, RIGHTS AND OBLIGATIONS OF
SHAREHOLDERS, AND OTHER PARTIES ATTENDING THE MEETING**

Article 3. Conditions for Attending the Meeting

Shareholders whose names are on the shareholder list as of the record date for the Meeting are entitled to attend the Meeting in person or authorize, in writing, another individual or organization to attend the Meeting on their behalf, in accordance with the provisions of this regulation, the Charter of BV Land Joint Stock Company, and applicable legal regulations.

Article 4. Rights of Shareholders Attending the Meeting

1. Shareholders have the right to discuss and vote on all matters within the authority of the Annual General Meeting of Shareholders as stipulated in the Charter of BV Land Joint Stock Company, the Law on Enterprises No. 59/2020/QH14, and related regulations.
2. Shareholders may attend the meeting in person or authorize another person in writing to attend the meeting on their behalf. In the case of a shareholder that is an organization without

- a representative for its capital portion, it must authorize another individual to attend the Meeting. The authorization must be made in writing using the form issued by BV Land.
3. Participants must present a participation confirmation letter or written authorization to complete the registration procedure and verify shareholder status before entering the meeting.
 4. Shareholders are entitled to receive public notifications from BV Land regarding the agenda and program of the Meeting.
 5. After registering to attend the Meeting with the Shareholder Verification Committee, each shareholder or authorized representative will receive a Voting Card, which will indicate their name, shareholder code, address, and total number of shares owned/represented, as well as the total voting rights.
 6. The voting value of each Voting Card corresponds to the proportion of voting shares held or represented by the shareholder, based on the number of shares registered for the Meeting, in relation to the total number of voting shares of the attendees at the Meeting.
 7. Shareholders or their authorized representatives arriving after the Meeting has commenced may register immediately and participate in the voting, but the Chairperson is not responsible for halting the Meeting for late registrations. The validity of the votes cast prior to their registration will not be affected. The Vote Counting Committee is responsible for including the voting rights of late attendees in the total voting rights calculation for subsequent votes.
 8. Shareholders may exercise other rights as stipulated in the Charter of BV Land Joint Stock Company, the Law on Enterprises No. 59/2020/QH14, and related regulations.

Article 5. Obligations of Shareholders Attending the Meeting

1. Shareholders or their authorized representatives attending the Meeting must bring the following documents:
 - 1.1. Invitation letter (if applicable);
 - 1.2. Personal identification document (original): ID card, Citizen ID, Passport, or other valid legal identification;
 - 1.3. A copy of the Business Registration Certificate/Decision on establishment (for shareholders that are organizations);
 - 1.4. Participation/authorization confirmation letter.

The authorization letter must be in the form provided with the meeting invitation.

- In the case of individual shareholder authorization: The authorization letter must be signed by both the shareholder and the authorized representative.
- In the case of organizational shareholder authorization: The authorization letter must be signed by the legal representative, the representative of the capital portion (if any), and the authorized representative.

Shareholders may only officially attend and vote at the Meeting after completing the registration procedures with the Shareholder Verification Committee and verifying the validity of their shareholder status or authorized representative status.

2. In the event that a shareholder has canceled or terminated the authority of their capital representative or authorized representative, but BV Land Joint Stock Company has not received a written notification of such cancellation or termination before the Meeting commences or before the Meeting is reconvened, the shareholder will not be issued a voting card at the Meeting if the capital representative or authorized representative has already received a voting card.
3. Authorized representatives of shareholders may not reauthorize a third party, except as provided in Section 1.4 of this Article.
4. During the Meeting, shareholders or their authorized representatives must strictly comply with the meeting's regulations, follow the guidance and direction of the Chairperson, respect the results of the Meeting's work, maintain decorum, and avoid disrupting the order of the meeting.
5. Shareholders or their authorized representatives attending the Meeting must adhere to this regulation. If a violation occurs, the Chairperson will review the specific violation and may apply sanctions in accordance with Clause 7, Article 146 of the Law on Enterprises No. 59/2020/QH14.
6. If a shareholder or their authorized representative needs to leave the Meeting before voting takes place, they are responsible for contacting the Vote Counting Committee to submit their written opinion on the issues to be voted on. If they leave without informing the Vote Counting Committee, it will be considered as their agreement with all the matters voted on at the Meeting.

Article 6. Rights and Obligations of the Shareholder Verification Committee

1. The Shareholder Verification Committee for the 2025 Annual General Meeting of BV Land Joint Stock Company (hereinafter referred to as the "Shareholder Verification Committee") is established and introduced to the Meeting, with the following functions and duties:
 - a) Verify the eligibility of shareholders and their authorized representatives to attend the Meeting based on the documents they present: ID card, Citizen ID, Passport, or other valid personal identification; Business Registration Certificate or equivalent legal document; Meeting invitation letter; Authorization letter to attend the General Meeting, and other accompanying documents (if any);
 - b) Issue voting cards and Meeting documents to shareholders and their authorized representatives;
 - c) Summarize the verification results and report to the Meeting on the eligibility of shareholders and their authorized representatives to attend the Meeting.
2. The Shareholder Verification Committee has the right to establish an assisting department to fulfill the Committee's duties.
3. In the event that a person attending the Meeting does not meet the necessary eligibility criteria, the Shareholder Verification Committee has the right to deny that person's participation, deny the issuance of a voting card, and withhold the distribution of Meeting documents.

Article 7. Rights and Obligations of the Chairperson and the Board of Chairpersons

1. The Chairman of the Board of Directors of BV Land Joint Stock Company acts as the Chairperson of the Meeting and has the following rights and responsibilities:
 - a) Chair and conduct the Meeting; the Chairperson is responsible for performing necessary tasks to ensure the Meeting is conducted in an orderly and valid manner, reflecting the desires of the majority of attending shareholders and their authorized representatives;
 - b) Decide the order, procedures, or any unforeseen events outside the Meeting's agenda;
 - c) Guide the Meeting's discussions and the voting process on the issues in the Meeting agenda;
 - d) Present draft resolutions and conclusions for issues that require voting by the Meeting;
 - e) Respond to or designate members of the Board of Chairpersons to respond to issues raised by the Meeting;
 - f) Postpone the Meeting to another time or change the meeting location at any time in accordance with the Law on Enterprises No. 59/2020/QH14 and the Charter of BV Land Joint Stock Company without the need for the Meeting's approval if it is found that:
 - The meeting location does not have sufficient seating for all attendees;
 - The communication facilities at the meeting location do not allow shareholders and their authorized representatives to participate, discuss, or vote;
 - The behavior of individuals present disrupts or may disrupt the orderly conduct of the meeting; or
 - Postponing the meeting is necessary for the valid progress of the Meeting's business.
 - g. The Chairperson has the right to:
 - Require all attendees to undergo security checks or other reasonable legal security measures;
 - Request the relevant authorities to maintain order at the meeting, expel individuals who do not comply with the Chairperson's authority, intentionally disrupt the order, hinder the conduct of the meeting, or fail to adhere to security checks.
2. The Board of Chairpersons consists of up to five members, who are approved by the Meeting upon the Chairperson's proposal. The Board of Chairpersons assists the Chairperson in conducting the Meeting.

Article 8. Rights and Obligations of the Vote Counting Committee

1. The Vote Counting Committee consists of three members: one Head of the Committee and two members, who are approved by the Meeting upon the Chairperson's proposal.
2. Conditions for being a member of the Vote Counting Committee:
 - a) Committee members must not be members of the Board of Directors or candidates for the Board of Directors; they must not be members of the General Director's Board or candidates for the General Director's Board;
 - b) Committee members must not have any affiliation with the individuals mentioned above;
 - c) The Vote Counting Committee has the right to establish an assisting department to fulfill the Committee's duties.
3. The Vote Counting Committee has the following duties:

- a) Guide shareholders and their authorized representatives on how to use the voting cards; count the votes for each type: Approve, Disapprove, Abstain immediately after voting is conducted;
- b) Record the voting results of shareholders and their authorized representatives for the issues voted on during the Meeting;
- c) Summarize and report the voting results to the Chairperson for the issues discussed at the Meeting;
- d) Perform other tasks assigned.

Article 9. Rights and Obligations of the General Meeting Secretariat

1. The General Meeting Secretariat consists of one member appointed by the Chairperson of the Meeting.
2. The General Meeting Secretariat is responsible for assisting with tasks assigned by the Chairperson, such as: Recording the Minutes of the Meeting, reflecting accurately, truthfully, and fully the content of the Meeting in the Minutes and Resolutions of the Meeting; Presenting the Minutes and Resolutions of the Meeting to the General Meeting.
3. The General Meeting Secretariat has the right to establish an assisting department to fulfill its duties in recording the meeting's proceedings, including shareholder questions, opinions, and responses.

Chapter III

PROCEDURE FOR CONDUCTING THE GENERAL MEETING

Article 10. Conditions and Method of Conducting the General Meeting

1. The General Meeting will proceed if the number of shareholders and authorized representatives attending the meeting exceeds 50% of the total number of shares with voting rights. The Shareholder Eligibility Verification Committee will inform the number of attending shareholders, the total number of shares with voting rights represented by the shareholders, and the attendance rate, so that the meeting can be held according to the regulations.
2. The General Meeting is expected to take place in half a day, as per the specific schedule announced by BV Land Joint Stock Company.
3. The meeting will discuss and approve the contents listed in the Meeting Agenda. The voting on each issue will be conducted according to the voting procedures specified in Article 13 of this Regulation.

Article 11. Agenda and Contents of the General Meeting

1. The agenda and contents of the meeting must be approved by the General Meeting at the opening session. The agenda must specify the time allotted for each item on the agenda.
2. If there are any changes to the agenda compared to the content attached to the meeting invitation or posted on the BV Land website, such changes must be approved by the General Meeting.

Article 12. Discussion and Questioning at the General Meeting

1. Based on the number of shareholders and authorized representatives attending and the allowed duration of the meeting, the Chairperson of the General Meeting may choose the most suitable method to conduct the meeting. Shareholders and authorized representatives wishing to speak, discuss, or ask questions must raise their hands to request permission to speak and get approval from the Chairperson, or fill out a Question Form to submit to the Chairperson's Committee. At any given time, only one shareholder or authorized representative may speak. If multiple shareholders or representatives wish to speak at the same time, the Chairperson will invite them to speak in turn.
2. Shareholders and authorized representatives should speak concisely and focus on the key issues relevant to the agenda. Their suggestions or questions must comply with the law, and should not relate to personal matters or exceed the company's scope of authority. The Chairperson has the right to remind or ask shareholders to focus on the central issues to save time and ensure the quality of the discussion.
3. For questions raised, the Chairperson's Committee has the right to respond immediately or record the questions and forward them to the Board of Directors of BV Land for written responses within 5 working days after the General Meeting concludes.

Article 13. Voting Procedures and Passing Resolutions at the General Meeting

1. Shareholders/authorized representatives attending the meeting vote directly by raising their voting cards or filling in the Voting Form.
2. The matters specified in Clause 1, Article 23 [Conditions for passing resolutions at the General Meeting of Shareholders] of the Company's Charter will be approved if at least 65% of the total voting shares represented by the attending shareholders approve the resolution.
3. Other resolutions will be approved if more than 50% of the total voting shares of all attending shareholders are in favor, except for those specified in Clause 1 and Clause 3, Article 23 of the Company's Charter.
4. Voting Method:
 - a) Shareholders or authorized representatives vote on each item on the meeting agenda. When voting on an issue presented by the General Meeting, shareholders or their authorized representatives raise their Voting Card. The voting results are determined by counting the number of Voting Cards in favor, against, and abstaining.
 - b) For each matter requiring a vote, the Chairperson will ask shareholders for their opinions in the following order: In favor; Against; Abstain. If a shareholder or authorized representative does not raise their Voting Card, it will be considered as a vote in favor. For each voting item, shareholders or their authorized representatives may raise their Voting Card only once.
5. Validity of Voting Forms:
 - a) A valid Voting Form is one provided by the Organizing Committee, not altered or erased, containing no additional content outside the stipulated format, and must be signed by the attending delegate. The valid voting content is when the delegate selects one (1) box for either: In favor, Against, or Abstain.

- b) An invalid Voting Form is one that includes additional content, is not the provided format from the Organizing Committee, has been altered or erased, includes extra writing, or lacks the signature of the attending shareholder. In this case, all voting content on the form is invalid.

Article 14. Meeting Minutes and Draft Resolutions of the General Meeting

1. Meeting Minutes: All content discussed at the General Meeting must be recorded by the Secretary. The minutes must be read and approved before the meeting is adjourned. The minutes should be written in Vietnamese and signed by the Chairperson and the Secretary, in accordance with the applicable Corporate Law and the Company's Charter. The General Meeting minutes must be published on the Company's website within 24 (twenty-four) hours.
2. Based on the meeting minutes and voting results, the Secretary will compile the data and prepare a draft resolution. The draft resolution will be read and approved before the meeting is adjourned. BV Land Joint Stock Company will publish the Resolution on the Company's website as required.
3. The meeting minutes, the list of shareholders registered to attend the General Meeting, the full text of the approved Resolution, and related documents attached to the meeting invitation will be kept at the headquarters of BV Land Joint Stock Company in accordance with regulations.

Chapter IV

OTHER PROVISIONS

Article 15. Cases of Invalid General Meeting

1. If the first General Meeting does not meet the conditions for proceeding as specified in Article 10 of these Regulations, a second meeting must be convened within 30 days from the scheduled date of the first meeting. The second General Meeting will be valid if at least 33% of the total voting shares of BV Land Joint Stock Company are represented by attending shareholders.
2. If the second meeting also does not meet the conditions for proceeding as per Clause 1 of this Article, a third meeting must be convened within 20 days from the scheduled date of the second meeting. In this case, the third General Meeting will be valid regardless of the number of attending shareholders or authorized representatives and will have the authority to decide on all matters that the General Meeting can approve.

Chapter V

ENFORCEMENT PROVISIONS

Article 16. Enforcement Provisions

1. This Regulation consists of 05 Chapters and 16 Articles, approved by the Board of Directors on April 02, 2025, and shall come into effect immediately upon being approved by the 2025 Annual General Meeting.

2. The Chairman shall be responsible for conducting the General Meeting in accordance with this Regulation.
3. Shareholders, authorized representatives of shareholders, and all attendees of the General Meeting are responsible for complying with the provisions of this Regulation.

On behalf of the Board of Directors

**CHAIRMAN OF BOARD OF
DIRECTORS**



NGUYEN TAN THANH



**NOMINATION, SELF-NOMINATION AND ELECTION REGULATIONS
MEMBERS OF THE BOARD OF DIRECTORS
OF BV LAND JOINT STOCK COMPANY FOR THE 2023-2028 TERM**

- Pursuant to the Law on Enterprises 2020 and related guiding documents;
- Pursuant to the Securities Law 2019 and related guiding documents;
- Pursuant to the Charter of BV Land Joint Stock Company and the accompanying amended Appendices;
- Based on the actual situation.

BV Land Joint Stock Company conducts the election of members of the Board of Directors for the 2023-2028 term at the 2025 Annual General Meeting of Shareholders according to the following regulations:

Article 1. Subjects and scope of application

- This regulation guides the conditions and procedures for nomination, candidacy, and election of members of the Board of Directors (BOD) of BV Land Joint Stock Company for the 2023-2028 term.
- Shareholders and candidates participating in nomination, candidacy, and election of members of the Board of Directors are responsible for complying with the contents of this Regulation.

Article 2. Number of members

- Number of members of the Board of Directors for the 2023-2028 term elected to supplement 01 person.
- Maximum number of nominated candidates: 10

Article 3. Principles of nomination and candidacy.

3.1. Shareholders have the right to nominate candidates to join the Board of Directors according to the principles stipulated in Article 27 of the Company Charter. Specifically as follows:

- Shareholders or groups of shareholders owning from 10% to less than 20% of common shares have the right to nominate 01 candidate for election to the Board of Directors.
- Shareholders or groups of shareholders holding from 20% to less than 30% of common shares have the right to nominate 02 candidates for election to the Board of Directors.
- Shareholders or groups of shareholders holding from 30% to less than 40% of common shares have the right to nominate 03 candidates for election to the Board of Directors.
- Shareholders or groups of shareholders holding from 40% to less than 50% of common shares have the right to nominate 04 candidates for election to the Board of Directors.
- Shareholders or groups of shareholders holding from 50% to less than 60% of common shares have the right to nominate 05 candidates for election to the Board of Directors.
- Shareholders or groups of shareholders holding from 60% to less than 70% of common shares have the right to nominate 06 candidates for election to the Board of Directors.
- Shareholders or groups of shareholders holding from 70% to less than 80% of common shares have the right to nominate 07 candidates for election to the Board of Directors.



- Shareholders or groups of shareholders holding 80% or more of common shares have the right to nominate 08 candidates for election to the Board of Directors.
- 3.2. In case the number of candidates for the Board of Directors through nomination and self-nomination is still not enough, the current Board of Directors can nominate additional candidates or organize nominations according to a mechanism prescribed by the company. The nomination mechanism or the method by which the current Board of Directors nominates candidates for the Board of Directors must be clearly announced and must be approved by the General Meeting of Shareholders before the nomination is made.

Article 4. Standards for candidates for the Board of Directors

- Not subject to the provisions of Clause 2, Article 17 of the Law on Enterprises;
- Have professional qualifications and experience in business administration or in the Company's business sector and do not necessarily have to be a shareholder of the Company;
- A member of the Board of Directors of the Company may concurrently be a member of the Board of Directors of no more than 05 other Companies;
- Other standards and conditions according to the Company Charter.

Article 5. Candidate selection

Based on the applications and nominations of shareholders/groups of shareholders and the attached documents of the candidates, the Organizing Committee of the General Meeting will check the validity of each document. On that basis, all candidates or nominees with valid documents, submitted on time and ensuring sufficient standards according to these regulations, in accordance with the provisions of law and the Company's Charter will be included in the List of candidates for election to the Board of Directors for the 2023-2028 term at the 2025 Annual General Meeting of Shareholders.

Article 6. Election Principles and Voting Method

6.1. Election principles

- The election must comply with the law, the Company's Charter, and be conducted by secret ballot.
- Voting rights are calculated based on the number of shares owned or represented. Election results are determined based on the number of voting shares held by shareholders attending the meeting.
- In each election, a shareholder representative may only use one ballot corresponding to the number of shares owned or represented.
- The Ballot Counting Committee is nominated by the Presidium and approved by the General Meeting.
- Members of the Ballot Counting Committee must not be included in the list of nominees or candidates for the Board of Directors for the 2023-2028 term.

6.2. Voting Method

- Job vote wall Member of Board of Directors Okay real presently according to direction the first accumulate vote, according to there each neck crowded total number vote vote similar application with total number shares office have core with number elected member The Board of Directors and shareholders have the right to accumulate all of the total number of votes cast I give one or one Number of candidates . The total number of votes for the

candidates added together shall not exceed the total number of votes stated in the shareholder information section .

Total votes = Total shares owned x number of elected members

- billion voter turnout calculate based on total number shareholder vote attend the Congress
- Each shareholder or People Okay incubation the right to attend the meeting will Okay poll elect members of the Board of Directors above there Have take note code neck winter , number neck part office own and have (If Have) and number vote already elected Okay core go up corresponding with number wall member Okay vote of the Board of Directors. Shareholders' inspection technical so weird information when Okay break
- Shareholders must write down the number of votes for each candidate in the blank space of that candidate on the ballot. On each ballot, shareholders or authorized representatives have the right to allocate all their votes to one or several candidates. The number of votes distributed to each candidate may be equal or different depending on the trust in that candidate.
- Neck winter or People Okay incubation right attend meeting Right history use vote vote according to sample Satisfied print ready closed trace Team hope break out
- The election of Board of Directors members is conducted using the cumulative voting method. Under this method, each shareholder's total votes are calculated by multiplying the number of shares owned by the number of positions to be elected. Shareholders may allocate all their votes to one or multiple candidates. The total votes allocated must not exceed the total votes indicated in the shareholder information section.

Total votes = Total shares owned × Number of elected members

- The voting ratio is determined based on the total number of votes cast by shareholders attending the General Meeting.
- Each shareholder or authorized representative attending the meeting will receive a ballot for electing Board of Directors members. The ballot will include the shareholder's identification code, the number of shares owned or represented (if any), and the total number of votes calculated based on the number of Board of Directors members to be elected. Shareholders must carefully verify the information upon receiving the ballot.
- Shareholders must personally record the number of votes for each candidate in the designated space on the ballot. On each ballot, shareholders or authorized representatives may allocate all their votes to one or multiple candidates. The number of votes distributed to each candidate may be equal or different, depending on the level of confidence in that candidate.
- Shareholders or authorized representatives attending the meeting must use the official ballot issued by the Organizing Committee, which is pre-printed and bears the official stamp.

Article 7. Organization of vote counting

- 7.1. The vote counting must be conducted by the Ballot Counting Committee immediately after the voting ends.
- 7.2. The Ballot Counting Committee is not allowed to cross out, erase, or make corrections on the ballots.
- 7.3. A ballot is considered valid only if it meets the following requirements:

- The ballot is issued by the Organizing Committee in the prescribed format and bears the official seal of BV Land Joint Stock Company.
 - The ballot includes at least one selected candidate from the Candidate List recorded on the ballot and approved by the Annual General Meeting of Shareholders.
 - The ballot must not be torn, erased, corrected, or contain additional names of candidates not listed in the Candidate List approved by the General Meeting of Shareholders before voting.
 - The total number of votes allocated to one or more candidates must not exceed the total number of voting shares of the shareholder or shareholder group.
 - The ballot must be fully signed and clearly state the full name of the shareholder or the representative of the shareholder group.
- 7.4. Any ballot violating any of the provisions stated in Clause 7.3 of this Article shall be considered invalid.
- 7.5. The Ballot Counting Committee is responsible for preparing the Vote Counting Report, announcing the results, and coordinating with the Chairperson of the General Meeting to address any questions or complaints from shareholders (if any).

Article 8. Ballot Counting Committee, voting and counting principles

8.1. Ballot Counting Committee

- The Ballot Counting Committee is approved by the General Meeting of Shareholders.
- The Ballot Counting Committee is responsible for:
 - Implementing the regulations on nomination, self-nomination, and election of Board of Directors members for the 2023-2028 term;
 - Introducing and distributing ballots; guiding shareholders through the voting process;
 - Conducting vote counting and announcing election results at the General Meeting.
- Members of the Ballot Counting Committee may not be included in the list of nominees and candidates for the Board of Directors.

8.2. Voting principles

- The Ballot Counting Committee shall prepare the ballot box for electing the Board of Directors. The Committee must inspect the ballot boxes in the presence of shareholders before voting begins.
- The voting process starts upon the signal from the Chairperson of the meeting or the Head of the Ballot Counting Committee and ends when the last shareholder casts their vote into the ballot box or after 15 minutes from the start, whichever comes first. Shareholders or authorized representatives must cast their votes into the corresponding ballot box.
- Vote counting must commence immediately after the voting process ends.

8.3. Vote counting regulations

- a. The Ballot Counting Committee shall conduct the vote counting according to the following regulations:
- The Ballot Counting Committee shall work in a separate room.
 - The Committee may use electronic technical equipment and technical specialists to support the vote counting process.
 - Verify the validity of the ballots.

- Examine each ballot and record the vote counting results.
- b. Preparation and Announcement of the Vote Counting Report
 - Upon completion of the vote counting, the Ballot Counting Committee shall prepare the Vote Counting Report.
 - The Vote Counting Report must include the following details:
 - Time and location of the vote counting process.
 - Members of the Ballot Counting Committee.
 - Total number of shareholders attending the meeting.
 - Total number of shareholders who cast votes.
 - Number and percentage of valid and invalid ballots.
 - Number and percentage of votes received by each candidate for the Board of Directors for the 2023-2028 term.
 - The Vote Counting Report must be signed by all members of the Ballot Counting Committee.

Article 9. Election Conditions

- 9.1. The elected members of the Board of Directors are determined based on the number of votes, starting from the candidate with the highest number of votes, and continuing in descending order until the required number of members is reached.
- 9.2. In case two or more candidates receive the same highest number of votes, a re-election will be held among those candidates who received an equal number of votes.

Article 10 . Nomination and Application Documents for Board of Directors Candidates

- Nomination and candidacy application for Board of Directors members (Form 01/QCBC-BVL)
- Personal resume completed by the candidate (Form 02/QCBC-BVL)
- A certified copy of the candidate's ID card/Passport, permanent residence registration, and certificates, diplomas, or degrees confirming the candidate's academic qualifications and professional experience

Candidates for the Board of Directors must be responsible before the law and the General Meeting of Shareholders for the accuracy and truthfulness of the information in their application documents.

Article 11. Submission Time and Address for Nomination and Candidacy Documents

- Nominations must be in writing and sent to the Organizing Committee of the General Meeting before 5:00 p.m. on **April 15, 2025**. The nomination must clearly state the name of the shareholder, the number of each type of shares of the shareholder, the name of the nominee, the signature of the nominating shareholder and the nominee .
- In case of nomination or candidacy at the General Meeting, the shareholder/group of shareholders nominating or running for election must immediately provide the nomination and candidacy documents before the opening of the General Meeting to the Chairman for consideration.
- Application and nomination documents should be sent to the Company at the following address:

- The nomination or candidacy must be submitted in writing and sent to the Organizing Committee of the General Meeting **before 17:00 on April 15, 2025**. The nomination document must clearly state the name of the shareholder, the quantity of each type of shares owned by the shareholder, the name of the nominee, and the signatures of both the nominating shareholder and the nominee.
- In the case of nominations or candidacies during the General Meeting, the nominating shareholder or group of shareholders must immediately submit the nomination and candidacy documents to the Chairperson for review before the meeting begins.
- Nominations and candidacy documents should be sent to the Company at the following address:

Organizing Committee of the BV Land Joint Stock Company General Meeting

Address: 4th Floor, Rivera Park Building, 69 Vu Trong Phung Street, Thanh Xuan Trung Ward, Thanh Xuan District, Hanoi City

Phone: +84 24.3556.0999

Email: lanmn@bvgroup.org

Article 12 . Effectiveness of the Regulation

This Regulation shall take effect immediately upon approval by the General Meeting of Shareholders of BV Land Joint Stock Company at the Annual General Meeting of Shareholders on April 25, 2025.

On behalf of the General Meeting of Shareholders

**CHAIRMAN OF BOARD OF
DIRECTORS**



NGUYEN TAN THANH



No: 01/2025/Resolution/AGM-BVL

Date: 25/04/2025

DRAFT

RESOLUTION
ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025
BV LAND JOINT STOCK COMPANY

- Pursuant to the Law on Enterprises 2020 and implementing documents;
- Pursuant to the Charter of BV Land Joint Stock Company;
- Pursuant to the Minutes of the General Meeting of Shareholders No. 01/2025/BBH/DHĐCD-BVL dated April 25, 2025 of BV Land Joint Stock Company;
- To deploy, carry out work.

RESOLUTION:

Article 1. Approve the following contents:

1. **Contents 1.** Approval of the 2024 production and business results and 2025 strategy. Details are in the attached Report. Including some key indicators as follows:

❖ **Production and business result 2024**

(Unit: VND)

No.	Indicator	SFS	CFS
1	Sales and service revenue	141,104,269,695	803,565,512,060
2	Profit before tax	78,967,112,223	29,437,008,015
3	Profit after corporate income tax	74,534,999,254	17,734,859,556

❖ **Production and business plan 2025**

(Unit: VND)

No.	Indicator	Separate plan	Consolidation plan
1	Sales and service revenue	627,485,132,593	1,663,397,562,523
2	Profit before tax	299,696,110,057	521,723,558,387
3	Profit after corporate income tax	250,939,514,772	408,663,610,639

2. **Content 2.** Approval of the Board of Directors on 2024 performance results and 2025 plan. Details in the attached Report.
3. **Content 3.** Report on performance results of the supervisory board in 2024. Details in the attached report
4. **Content 4.** Approval of the Report on the Audited Financial Statements for 2024 (Separate and Consolidated Financial Statements). Details in the attached report.
5. **Content 5.** Approval of the Proposal on the Settlement of salaries, remunerations and allowances of the Board of Directors and the Board of Supervisors 2024 and salary, remuneration and allowance plan for 2025. Details in the attached Proposal. Including

some main contents as follows:

❖ Report on salary, remuneration and allowance settlement of Board of Directors & Board of Supervisors in 2024

No.	Item	Total salary, remuneration, allowances 2024 (VND)
1	Board of Directors	24,000,000
	Remuneration of the Chairman of the Board	0
	Remuneration of Board members (03 members)	0
	Allowances of independent board members	24,000,000
2	Board of Supervisory	24,000,000
	Salary and bonus of Head of Supervisory Board	0
	Board of Supervisors member remuneration (02 members)	24,000,000

❖ Salary, remuneration and allowance plan for the Board of Directors in 2025

No.	Item	Salary, remuneration (VND/person/month)	Total salary and remuneration in 2025 (VND)
	Board of Directors		24,000,000
1	Remuneration of the Chairman of the Board	0	0
2	Remuneration of Board members (03 members)	0	0
3	Allowance of independent member of the Board of Directors (01 member)	2,000,000	24,000,000

The Board of Directors respectfully submits to the General Meeting of Shareholders for approval the Report on the settlement of salaries, remuneration, and allowances for the Board of Directors and the Board of Supervisors in 2024 and the Plan for salaries, remuneration, and allowances in 2025. In which, the remuneration of the Board of Directors and the Board of Supervisors is provisionally paid quarterly and is settled at the end of the fiscal year.

6. **Content 6.** Approval of the Proposal on the profit distribution plan for 2024, handling the Development Investment Fund, and the profit distribution plan for 2025. Details in the attached Proposal. Including some main contents as follows:

❖ Plan for fund allocation and profit distribution in 2024

No.	Indicator	Amount (VND)
1	Profit after corporate income tax in 2024	74,534,999,254
2	Fund allocation	1,114,298,239
	Welfare fund (0.5 % of net profit)	372,674,996
	Bonus fund (1% remaining profit after tax)	741,623,243

3	Undistributed profit after tax accumulated to the end of previous period	30,392,026,858
4	Dividends to shareholders in shares (rate of 8% of charter capital at the time of issuance)	66,230,640,000
5	Total retained earnings for production and business	37,582,087,873
❖	<i>Revert the balance of the Development Investment Fund to undistributed profit after tax and stop setting aside the Development Investment Fund from 2025.</i>	
❖	<i>Plan for fund allocation and profit distribution in 2025</i>	

No.	Indicator	Amount (VND)
1	Profit after corporate income tax in 2025 (expected)	250,939,514,773
2	Fund allocation	1,503,629,573
	Welfare fund (0.2% of net profit)	501,879,030
	Bonus fund (0.4% of remaining profit after tax)	1,001,750,543
3	Undistributed profit after tax accumulated to the end of previous period	47,795,515,642
	- <i>In which, the undistributed profit margin increased due to the expected return of the Development Investment Fund.</i>	<i>10,213,427,769</i>
4	Dividends to shareholders (expected in shares or cash with a maximum rate of 20% of charter capital at the time of issuance)	178,822,728,000
5	Total retained earnings for production and business	118,408,672,841

❖ Implementing organization

The 2025 Annual General Meeting of Shareholders assigns the Board of Directors to preside over and direct the Company's legal representative to prepare, approve the plan and organize the implementation of fund allocation and dividend payment to shareholders from after-tax profit in 2024.

7. **Content 7.** Approval of the Proposal on the selection of the 2025 financial statement audit firm. Details in the attached Proposal.
8. **Content 8.** Approval of the Proposal on the dismissal of Mr. Nguyen Vu Thien from the position of member of the Company's Board of Directors, dismissal of members of the Board of Supervisors, and election of members of the Board of Directors for the remaining term of 2023-2028. Details in the attached Proposal.
9. **Content 9.** Approval of Proposal on the changes to the organizational structure and amendments to the Company's Charter. Details in the attached Proposal.
10. **Content 10.** Approval of Proposal on the plan to issue shares to pay dividends in 2024. Details in the attached Proposal.
11. **Content 11:** Approving the results of the election of additional members of the Board of Directors for the 2023-2028 term, specifically as follows:
 - Mr./Mrs....., born on/...../....., hold the position of member of the Board of Directors of the Company from/...../2025

The list of members of the Company's Board of Directors for the 2023 - 2028 term after the change, includes 05 (five) members with the following names:

- + Mr. Nguyen Tan Thanh - Chairman of the Board of Directors
- + Mr. Ly Tuan Anh - Member of Board of Directors
- + Mrs. Khuong Hai Ninh – Member of Board of Directors
- + Mr. Pham Trong Binh - Independent Member of Board of Directors
- + Mr./Mrs.....- Member of Board of Directors

Article 2. Terms of implementation:

The General Meeting of Shareholders unanimously assigned the Board of Directors of BV Land Joint Stock Company to direct the Board of Directors and specialized Departments to implement the Resolution of the General Meeting on the basis of compliance with the law and the Company's Charter.

This Resolution is made in 01 (one) original copy, consisting of 04 (four) pages at 11:00 a.m. on April 25, 2025, and the original copy is stored at BV Land Joint Stock Company./.

Recipient :

- *Members of BOD (for implementation);*
- *Executive Board (for implementation);*
- *Departments the Company (for implementation);*
- *Save: HR&A D./BOD Assistant Office;*
- *Attached: Reports, Proposals.*

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

NGUYEN TAN THANH

