

Số: 650/VNCC-TCKT

Hanoi, April 21, 2026

Re: Explanation for the Maintenance of
"Warning" Status for VGV Shares

To: - Hanoi Stock Exchange

Vietnam National Construction Consultant Corporation - JSC (stock code: VGV) has received Decision No. 438/QĐ-SGDHN, dated April 7, 2026, issued by the Hanoi Stock Exchange (HNX) regarding the maintenance of the "warning" status for VGV shares. The primary justification for this regulatory action is that the audited financial statements for the fiscal year 2025 received a qualified opinion from the independent auditing firm for at least three consecutive years. This status is maintained in accordance with Point a, Clause 1, Article 33 of the Regulations on Registration and Management of Unlisted Securities Transactions, promulgated under Decision No. 23/QĐ-HĐTV dated March 18, 2026, by the Board of Members of the Vietnam Stock Exchange.

VNCC hereby provides the following explanation and remedial measures:

1. Qualified opinion on the 2025 Consolidated Financial Statements.

1.1. Vietnam Urban and Industrial Construction Consulting JSC (VCC) and Consultancy on Construction of Building Material Projects JSC (CCBM) (subsidiaries of the Corporation) are currently monitoring overdue balances in short-term trade receivables, short-term prepayments to suppliers, and other short-term receivables. As of January 1, 2025, and December 31, 2025, the aggregate values of these overdue accounts were VND 26.93 billion and VND 23.2 billion, respectively. However, as of the issuance date of this Auditor's Report, we have been unable to obtain sufficient appropriate audit evidence regarding the Executive Board's assessment of the recoverability of these receivables. Consequently, we were unable to determine whether any adjustments were necessary (if any) to the Consolidated Financial Statements of the Corporation for the fiscal year ended December 31, 2025.

1.2. Vietnam Urban and Industrial Construction Consulting JSC (VCC) – a subsidiary of the Corporation – has recorded interest expenses amounting to VND 1.9 billion as of January 1, 2025, and VND 1.18 billion as of December 31, 2025, within the work-in-progress (WIP) costs under the "Inventory" item on the Consolidated Balance Sheet as of December 31, 2025. As of the issuance date of this Auditor's Report, we have been unable to obtain sufficient appropriate evidence to assess the appropriateness of this specific item on the Consolidated Balance Sheet as of December 31, 2025. Consequently, we were unable to determine whether any adjustments were necessary (if any) to the "Inventory" line item and other related indicators in the Corporation's Consolidated Financial Statements for the fiscal year ended December 31, 2025.

2. Explanation of Causes

2.1 As of December 31, 2025, the short-term receivables were attributed to VCC and CCBM. The specific details are as follows:

+ VCC: The recorded receivables amounting to VND 4.26 billion pertain to the Ho Chi Minh City Branch and the Da Nang Branch (VND 2.18 billion), as well as VCC Hanoi Construction Consultant JSC and VCC Vietnam Construction Consultant JSC (subsidiaries of VCC), with outstanding balances of VND 1.78 billion and VND 0.3 billion, respectively. The Company has not yet established a sufficient basis or obtained adequate documentation to assess the impairment and recognize the necessary provisions for these overdue receivables.

+ CCBM: The company is currently monitoring a total short-term receivable balance of VND 18.94 billion. This aggregate amount comprises VND 11.88 billion in short-term trade receivables from customers, VND 5.22 billion in short-term prepayments to suppliers, and VND 1.84 billion in other short-term receivables.

Regarding CCBM's short-term trade receivables of VND 11.88 billion, these balances primarily pertain to consulting contracts for construction material projects, cement projects, building leasing services, and other commercial and service activities.

Overall, CCBM continues to face significant challenges in the recovery and reconciliation of outstanding debts, resulting in a suboptimal reconciliation rate. Due to various objective factors, although debt confirmation statements were dispatched to project owners as of December 31, 2025, the rate of return has not met expectations.

The aggregate reconciliation rate for trade receivables stands at 54.29%. The breakdown is as follows: Receivables related to construction material consulting services and other commercial and service activities achieved a reconciliation rate of 27.36%. Receivables related to cement projects recorded a lower reconciliation rate of 26.93%. Receivables related to office leasing services accounted for 1.31% of the total debt, with a reconciliation rate of 0%.

Regarding the short-term prepayments to suppliers amounting to VND 5.22 billion, these balances are primarily concentrated in advances made to Vietnam Construction and Mineral Investment Consulting JSC and other entities. Regarding these short-term prepayment balances as of December 31, 2025, CCBM dispatched debt confirmation statements, achieving a reconciliation rate of 64.19%.

Regarding the other short-term receivables of VND 1.84 billion, these primarily consist of advances for the Company's production and business operational requirements. The reconciliation rate for these items as of December 31, 2025, was 0%.

2.2 As of December 31, 2025, VCC has recorded interest expenses from prior years totaling VND 1.18 billion within the "Work-in-progress" (WIP) account. VCC tracks these general expenses, which are not directly attributable to specific contract cost items. At the beginning of 2025, this balance stood at VND 1.9 billion; during the year, VND 0.72 billion was allocated, reducing the balance to VND 1.18 billion, which remains classified under the "Inventory" (WIP) account on the Balance Sheet. This balance originated from units borrowing funds from VCC to execute projects during the pursuit of contracts that had not yet been formally executed.

3. Remedial Measures.

3.1 Regarding the qualified opinion pertaining to the failure of the Corporation's subsidiaries, VCC and CCBM, to assess the impairment of short-term receivables, the Corporation has mandated these entities to take immediate remedial actions. The subsidiaries are required to intensify their debt collection efforts and ensure comprehensive reconciliation of all short-term trade receivables, short-term prepayments to suppliers, and other short-term receivables for all subsequent financial reporting periods. Based on the actual outcomes of these recovery efforts, the subsidiaries will evaluate and recognize appropriate provisions in accordance with the applicable accounting regulations.

3.2 Regarding the qualified opinion concerning the recording of interest expenses from prior years within the "Work-in-progress" (WIP) account by the Corporation's subsidiary, VCC, the Corporation has instructed VCC to conduct a comprehensive review to systematically allocate these costs in the subsequent fiscal year.

Vietnam National Construction Consultant Corporation – JSC (Stock code: VGV) hereby submits this clarification to the Hanoi Stock Exchange regarding the qualified opinions on the Corporation's Consolidated Financial Statements as presented above.

Respectfully yours,

Cc:

- As above;
- BOD, Board of Supervisors (for reporting)
- Archives: Office, Finance & Accounting ✓



GENERAL DIRECTOR

Arch. Tran Duc Toan

