

**RESOLUTION**  
**THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS**  
**SACOMLAND CORPORATION**

Legal basis:

- Law on Enterprises no.59/2020/QH14 dated June 17, 2020;
- Law on Securities no.54/2019/QH14 dated November 26, 2019; and the attached documents;
- Charter on Organization and Operation of Sacomland Corporation;
- Minutes of the 2025 Annual General Meeting of Shareholders No. 01/2025/BBH-ĐHĐCĐ dated April 22, 2025.

On April 22, 2025, at Swiss Belresort Tuyền Lâm – Lâm Đồng, the 2025 Annual General Meeting of Shareholders of Sacomland Corporation was held with the participation of 13 shareholders, who directly owned or were authorized to represent 78,340,231 shares, accounting for 99.70% of the total voting shares of the Company

After reviewing the Reports and Proposals, the General Meeting of Shareholders discussed and voted to approve the Resolution with the following contents:

**QUYẾT NGHỊ**

**Article 1: Approve the 2024 Business performance report** with a voting rate of 100% of the voting shares at the General Meeting.

**Article 2. Approve the 2025 Business plan targets** with a voting rate of 100% of the voting shares at the General Meeting;

**Article 3. Approve the Board of Directors' report in 2024 and Orientation for 2025** with a voting rate of 100% of the voting shares at the General Meeting;

**Article 4. Approve the Board of Supervisors activity report for 2024** with a voting rate of 100% of the voting shares at the General Meeting;

**Article 5. Approve the audited Financial Statements for 2024** with a voting rate of 100% of the voting shares at the General Meeting;

**Article 6. Approve the plan for fund appropriation and Profit after tax distribution for 2024** with a voting rate of 100% of the voting shares at the General Meeting;

**Article 7. Approve the Implementation of the 2024 Remuneration Fund for the Board of Directors and the Board of Supervisors, and the 2025 Plan** with a voting rate of 100% of the voting shares at the General Meeting;

**Article 8. Approve the Implementation of the 2024 Salary Fund and the 2025 Plan** with a voting rate of 100% of the voting shares at the General Meeting;

**Article 9. Approve the selection of the Auditing Firm to audit the Financial Statements for 2025** with a voting rate of 100% of the voting shares at the General Meeting.

**Article 10. Approve the election of members of the Board of Directors and Supervisory Board for the 2025-2030 term** with a voting rate of 100% of the voting shares at the General Meeting.

**I. The election results of 04 members of the Board of Directors for the 2025 - 2030 term are as follows:**

List of elected 04 members of the Board of Directors:

No.	List of elected candidates	Votes number	Per. of votes
1	Nguyễn Thu Hằng – Independent member	78,340,231	100%
2	Trần Việt Anh	78,340,231	100%
3	Phương Quốc Vĩnh	78,340,231	100%
4	Lê Nguyễn Minh Quang – Independent member	78,340,231	100%

**II. The election results of 03 members of the Board of Supervisors for the 2025 - 2030 term are as follows:**

List of elected 03 members of the Board of Supervisors:

No.	List of elected candidates	Votes number	Per. of votes
1	Lê Văn Minh	78,340,231	100%
2	Võ Nữ Từ Anh	78,340,231	100%
3	Đặng Văn Tuyển	78,340,231	100%

### **Effectiveness and enforcement of the Resolution**

The Resolution of the 2025 Annual General Meeting of Shareholders of Sacom Real Estate Joint Stock Company was prepared at 5:00 PM on April 22, 2025. The Resolution was read and approved by voting, with 100% of the shares entitled to vote.

**Nơi nhận:**

- Company Shareholders
- Members of BOD, BOS
- Filed with the Meeting Organizing Committee

**On Behalf of THE GENERAL  
MEETING OF SHAREHOLDERS  
CHAIRMAN**

*(Signed)*

**NGUYỄN THU HẰNG**

**MEETING MINUTES**  
**THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS**

**SACOMLAND CORPORATION**

Name of company : SACOMLAND CORPORATION  
Business Registration : 360102812  
Certificate No  
Address of headoffice : Bien Hoa 1 Industrial Park, An Binh Ward, Biên Hoa City, Dong Nai Province  
Tel : (84-28) 3512 0002 **Fax:** (84-28) 3512 6392  
Primary Business Activities : Real Estate Investment and Business

**I. Time and Venue of the Meeting:**

**Time** : 15:00 PM, April 22, 2025.  
**Venue** : Swissbell Tuyên Lâm - Functional Subdivision No. 7 & 8, Tuyên Lâm Lake Tourist Area, Đà Lạt City, Lâm Đồng Province.

**II. Participants of the Meeting:**

**1. Board of Directors (“BOD”):**

- Ms Nguyễn Thu Hằng - Chairman of BOD
- Mr Trần Việt Anh - Members of BOD
- Mr Phương Quốc Vĩnh - Members of BOD
- Mr Trần Oanh - Members of BOD

Number of Attending Board of Directors Members: 4/4

**2. Board of Supervisors (“BOS”):**

- Mr Lê Văn Minh - Head of BOS
- Ms Võ Nữ Từ Anh - Member of BOS
- Mr Đặng Văn Tuyển - Member of BOS

Number of Attending Board of Supervisors Members 3/3.

**3. Shareholders and Authorized Representatives:**

The number of attending shareholders and authorized representatives is 13

## **PART I: OPENING OF THE GENERAL MEETING**

### **1. Shareholder Eligibility Verification:**

Mr. Nguyễn Hữu Minh Lộc – Head of the Shareholder Eligibility Verification Committee presents the Shareholder Eligibility Verification Report:

- Total shares of the Company: 78,573,095 shares (Seventy-eight million, five hundred seventy-three thousand, ninety-five shares).
- Total shareholders invited to the General Meeting: 602 shareholders representing 78,573,095 voting shares.
- As of 15:15 PM on April 22, 2025, the attending delegates, including shareholders and authorized representatives, represented 78,340,231 shares, accounting for 99.70% of the total voting shares.
- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020 and Charter on Organization, The 2025 Annual General Meeting of Shareholders (“AGM”) of Saconland Corporation is eligible to proceed

### **2. Approve the Regulations on Organization of the 2025 AGM, the List of the Presidium Members, the Secretariat, and the Voting Committee**

Mr. Nguyễn Hữu Minh Lộc presented the Draft Regulations on Organization of the 2025 AGM of Saconland Corporation.

*The General Meeting of Shareholders (“GMS”) voted to approve the Regulations on the Organization of the Meeting with a 100% approval rate of the attending voting shares. i.*

Mr. Nguyễn Hữu Minh Lộc presented the Proposed List of the Presidium Members, the Secretariat, and the Voting Committee.

*The GMS voted to approve the List of the Presidium Members with a 100% approval rate of the attending voting shares.*

#### **List of the Presidium Members:**

- Ms Nguyễn Thu Hằng – Chairperson
- Mr Trần Việt Anh – Members
- Mr Phương Quốc Vĩnh – Members
- Mr Trần Oanh – Members

*The GMS voted to approve the List of the Secretariat Members with a 100% approval rate of the attending voting shares*

#### **List of the Secretariat Members:**

- Mr Nguyễn Hữu Minh Lộc : Head of the Secretariat
- Mr Đặng Văn Tuyển : Members

*The GMS voted to approve the List of the Voting Committee Members with a 100% approval rate of the attending voting shares.*

#### **List of the Voting Committee Members:**

- Ms Võ Nữ Từ Anh : Head of the Voting Committee
- Ms Hà Thị Kim Thoa : Members

### **3. Opening of the General Meeting and Approval of the Meeting Agenda**

Ms. Nguyễn Thu Hằng delivered the opening speech of the General Meeting and presented the proposed Meeting Agenda.

*The GMS voted to approve the Meeting Agenda with a 100% approval rate of the attending voting shares.*

## **PART II: BOARD OF DIRECTORS, BOARD OF SUPERVISORY, GENERAL DIRECTOR PRESENT REPORTS AND PROPOSALS**

1. Mr. Nguyễn Chấn Minh – General Director presents the Report on Business Performance in 2024 and the Business Plan for 2025.
2. Ms. Nguyễn Thu Hằng presents the Report on the Activities of the BOD in 2024 and the Orientation for 2025 and Proposal to elect new members of the Board of Directors and Supervisory Board for the 2025-2030 term;
3. Mr. Lê Văn Minh presents the Reports and Proposals on the Activities of the BOS in 2024.
4. Mr. Trần Trí Đức - Deputy General Director presents the proposals:
  - ✓ Proposal for approve the audited Financial Statements 2024;
  - ✓ Proposal for the Profit Distribution Plan for 2024;
  - ✓ Proposal for the selection of the auditing firm to audit the financial statements for 2025.
5. Mr. Trần Việt Anh - presents the proposals:
  - ✓ Proposal for the Implementation of the 2024 Remuneration Fund for the Board of Directors and the Board of Supervisors, and the 2025 Plan;
  - ✓ Proposal for the Implementation of the 2024 Salary Fund and the 2025 Plan;
  - ✓ Proposal for the election of members of the Board of Directors and Bord of Supervisors for the 2025-2030 term

## **PART III: ELECTION OF THE BOARD OF DIRECTORS FOR THE 2025–2030 TERM**

The Presidium approved Proposal No. 06/2025/TTr-HĐQT dated April 1, 2025, regarding the election of members of the BOD and the BOS for the 2025–2030 term, along with the introduction of the list of nominees.

Mr. Nguyễn Hữu Minh Lộc presented the regulations on candidacy, nomination, and election of members of the BOD and the BOS for the 2025–2030 term.

The General Meeting voted to approve the regulations on candidacy, nomination, and the number and list of members of the BOD and the BOS for the 2025–2030 term, with 100% of the voting shares represented at the meeting voting in favor.

## **PART IV: DISCUSSION AND VOTING ON THE APPROVAL OF REPORTS AND PROPOSALS**

The Presidium listened to and addressed shareholders' questions regarding the business performance in 2024 and the business orientation for 2025

## **PART V: ANNOUNCEMENT OF ELECTION RESULTS FOR MEMBERS OF THE BOARD OF DIRECTORS FOR THE 2025–2030 TERM**

The GMS approved the regulations on candidacy, nomination, and election, as well as the number of Board members, set at 04 members.

The General Meeting also approved the list of candidates for the BOD for the 2025–2030 term, with the following nominees.

<b>No</b>	<b>BOD CANDIDATE</b>	<b>Shareholding of the Nominating Shareholder Group</b>
01	Nguyễn Thu Hằng	93,65%
02	Trần Việt Anh	93,65%
03	Phương Quốc Vĩnh	93,65%
04	Lê Nguyễn Minh Quang	93,65%

The voting approval rate reached 100% of the shares with voting rights present at the meeting.

**The GMS recognizes the election results for the BOD for the 2025–2030 term as follows:**

<b>No.</b>	<b>List of Elected Candidates</b>	<b>Number of Votes</b>	<b>Percentage</b>
1	Nguyễn Thu Hằng – Thành viên độc lập	78,340,231	100%
2	Trần Việt Anh	78,340,231	100%
3	Phương Quốc Vĩnh	78,340,231	100%
4	Lê Nguyễn Minh Quang	78,340,231	100%

## **PART V: ANNOUNCEMENT OF ELECTION RESULTS FOR MEMBERS OF THE BOARD OF SUPERVISORS FOR THE 2025–2030 TERM**

The GMS approved the regulations on candidacy, nomination, and election, as well as the number of members of the BOS set at 03 members. The list of candidates for the BOS for the 2025–2030 term was also approved, with the following nominees:

<b>STT</b>	<b>BOS CANDIDATE</b>	<b>Shareholding of the Nominating Shareholder Group</b>
01	Lê Văn Minh	93,65%

02	Võ Nữ Từ Anh	93,65%
03	Đặng Văn Tuyền	93,65%

The voting approval rate reached 100% of the shares with voting rights present at the meeting.

**The GMS recognizes the election results for the BOD for the 2025–2030 term as follows:**

STT	List of Elected Candidates	Number of Votes	Percentage
1	Lê Văn Minh	78,340,231	100%
2	Võ Nữ Từ Anh	78,340,231	100%
3	Đặng Văn Tuyền	78,340,231	100%

Next, the General Meeting of Shareholders voted to approve all reports and proposals presented at the meeting, with the voting results as follows:.

No	Voting Content	Voting Opinions	Voting Shares	Percentage (%) of Voting Shares Attending the General Meeting
1	Report on Business Performance in 2024 and Presentation of the Business Plan for 2025	Agree	78,340,231	100%
		Disagree		0%
		No Opinion		0%
		Invalid		0%
2	The Board of Directors' report in 2024 and Orientation for 2025	Agree	78,340,231	100%
		Disagree		0%
		No Opinion		0%
		Invalid		0%
3	The Board of Supervisors activity report for 2024	Agree	78,340,231	100%
		Disagree		0%
		No Opinion		0%
		Invalid		0%
4	Proposal for approve the Audited Financial Statements 2024	Agree	78,340,231	100%
		Disagree		0%
		No Opinion		0%
		Invalid		0%

No	Voting Content	Voting Opinions	Voting Shares	Percentage (%) of Voting Shares Attending the General Meeting
5	Proposal for the Profit Distribution Plan for 2024	Agree	78,340,231	100%
		Disagree		0%
		No Opinion		0%
		Invalid		0%
6	Proposal for the Implementation of the 2024 Remuneration Fund for the BOD and the BOS, and the 2025 Plan	Agree	78,340,231	100%
		Disagree		0%
		No Opinion		0%
		Invalid		0%
7	Proposal for the Implementation of the 2024 Salary Fund and the 2025 Plan	Agree	78,340,231	100%
		Disagree		0%
		No Opinion		0%
		Invalid		0%
8	Proposal for the selection of the Auditing Firm to audit the Financial Statements for 2025	Agree	78,340,231	100%
		Disagree		0%
		No Opinion		0%
		Invalid		0%
9	Proposal to elect new members of the BOD and BOS for the 2025-2030 term	Agree	78,340,231	100%
		Disagree		0%
		No Opinion		0%
		Invalid		0%

#### **PART IV: THE GENERAL MEETING APPROVES THE MINUTES – RESOLUTION AND ADJOURNMENT**

Mr Nguyễn Hữu Minh Lộc, Head of the Secretariat, presented the Draft Minutes and Draft Resolution of the 2025 Annual General Meeting of Shareholders of Sacomland Corporation.

*The General Meeting of Shareholders voted to approve the Minutes and Resolution of the Annual General Meeting with **100% of the voting shares in attendance.***

Ms. Nguyễn Thu Hằng, Chairperson, delivered the closing remarks for the Meeting.

The Minutes of the 2025 Annual General Meeting of Shareholders of Sacomland Corporation were prepared at **5:00 PM on April 22, 2025.**



**Nơi nhận:**

- As Above;
- BOD, Board Secretary;
- Filed with the Meeting Organizing Committee.

**HEAD OF THE  
SECRETARIAT**

*(Signed)*

**Nguyễn Hữu Minh Lộc**

**CHAIRMAN**

*(Signed)*

**NGUYỄN THU HẰNG**

## AGENDA OF THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS

**Time:** 15:00, Thursday, April 22<sup>th</sup> 2025

**Vaue:** Swissbell Tuyền Lâm - Functional Subdivision No. 7 & 8, Tuyền Lâm Lake  
 Tourist Area, Đà Lạt City, Lâm Đồng Province.

Time	Meeting agenda	Person in Charge
15:00	Shareholders to attend the the 2025 Annual General Meeting of Shareholders (“GMS”): Shareholders’ Eligibility Verification Committee verify Shareholders’ eligibility and delivery GMS documents	Organization Committee
15:30	Opening and Statement of Purpose	Organization Committee
15:40	Report on the verification of shareholders' eligibility to attend the GMS and the validity of the Meeting	Shareholders’ Eligibility Verification Committee
15:45	Introduction of Attending Delegates Introduction of the Honored Guests. Introduction of the Presidium Members	Organization Committee
15:50	Approval of the GMS agenda Approval of the Working Regulations of the GMS Introduction of the Secretariat Team Introduction of the Vote Counting Committee	Chairperson
16:00	<b>Reports and Proposals of the GMS:</b> 1. Report on Business Performance in 2024 and Presentation of the Business Plan for 2025; 2. The Board of Directors’ report in 2024 and Orientation for 2025; 3. The Board of Supervisors activity report for 2024; 4. Proposal for approve the audited Financial Statements 2024; 5. Proposal for the profit distribution plan for the year 2024; 6. Proposal for the remuneration fund for the Board of Directors and the Board of Supervisors for 2024 and the plan for 2025; 7. Proposal for the wage fund report for 2024 and the plan for 2025; 8. Proposal for the selection of the auditing firm to audit the financial statements for 2025; 9. Proposal for election of members of the Board of Directors and Supervisory Board for the 2025-2030 term 10. Other proposals (if any).	
16:30	The GMS discusses and votes on the submitted proposals	Organization Committee
16:35	Conducting Additional Elections and Counting of Voting Ballots	Vote Counting Committee
16:50	Approval of the Meeting Minutes of the GMS.	Secretary
17:00	Announcement of the Closing	Chairperson

**WORKING REGULATION****THE ANNUAL GENERAL MEETING OF SHAREHOLDERS IN 2025 - DATE 22/04/2025****SACOMLAND CORPORATION**Legal basis:

- *Law on Enterprises no.59/2020/QH14 dated June 17, 2020;*
- *Law on Securities no.54/2019/QH14 dated November 26, 2019; and the attached documents;*
- *Charter on Organization and Operation of Sacomland Corporation;*
- *Regulations on the Organization and Operation of the Board of Directors of Sacom Real Estate Joint Stock Company.*

**Article 1: OBJECTIVES**

- ✓ To ensure the principles of transparency, fairness, and democracy;
- ✓ To facilitate the organization and conduct of the General Meeting of Shareholders (“GMS”);
- ✓ This Regulation stipulates the order of the General Meeting, the procedures for exercising shareholders' rights, the responsibilities of the Presidium, the Secretary, the Shareholder Eligibility Verification Committee (“SEVC”), and related matters

**Article 2: SUBJECT AND SCOPE**

1. This regulation stipulates the procedures for organizing the Annual General Meeting of Shareholders (“AGM”) on April 22, 2025, of Sacomland Corporation, as well as the rights and obligations of shareholders attending the meeting.
2. The company's shareholders and other participants in the meeting are responsible for complying with the provisions of this regulation.

**Article 3: CONDITIONS FOR CONDUCTING THE GENERAL MEETING**

GMS shall be conducted when the number of shareholders attending the meeting represents at least 51% of the total shares with voting rights.

**Article 4: RIGHTS OF SHAREHOLDERS ATTENDING THE GENERAL MEETING**

1. Shareholders of the Company, as listed on the record date of March 18, 2025, have the right to attend the General Meeting either in person or by proxy. They are also entitled to express their opinions and vote on the matters included in the meeting agenda.
2. To be invited to the meeting by the Organizing Committee via email, the company's website ([www.samland.com.vn](http://www.samland.com.vn)), or direct delivery of the meeting agenda and documents for review and discussion during the General Meeting
3. Each shareholder is issued a voting card with a voting code. The voting rights associated with the voting card correspond to the number of shares the shareholder owns or represents

4. Shareholders arriving late to the General Meeting have the right to register and participate in the meeting, including voting on matters discussed afterward. However, they are not entitled to participate in or vote on issues that were already approved before their arrival (the validity of previously conducted voting sessions remains unaffected).

## **Article 5: OBLIGATIONS OF SHAREHOLDERS ATTENDING THE GENERAL MEETING**

1. Comply with the provisions of this Regulation.
2. Respect the authority of the Chairperson and the voting results of the General Meeting conducted in a lawful manner.
3. Bear their own travel, accommodation, and other expenses to attend the General Meeting.
4. Bring a power of attorney (if authorized) and personal identification documents (ID card or passport) for verification by the SEVC.
  - ✓ *In the case of an individual, it must be signed by the authorized person.*
  - ✓ *In the case of an organization, it must be signed and stamped by the legal representative or a duly authorized representative of the organization.*
5. Shareholders must sit in the designated seats or areas as instructed by the Organizing Committee.
6. Smoking is not allowed during the General Meeting.
7. Private conversations and mobile phone use are prohibited during the meeting. All mobile phones must be set to silent mode.
8. Maintain order until the General Meeting concludes

## **Article 6: VOTING AT THE MEETING**

### **1. Principle**

All issues on the agenda of the General Meeting (except those approved by secret ballot) must be approved by collecting votes through the raising of voting cards by all shareholders.

### **2. Form of voting**

Shareholders vote by raising their voting cards (agree, disagree, or express other opinions)

### **3. Voting rules**

Following issues shall be approved by the General Meeting of Shareholders when they receive the consent of shareholders representing **at least 51% of the total voting rights** of all attending shareholders

- ✓ *Report on Business Performance in 2024 and Presentation of the Business Plan for 2025;*
- ✓ *The Board of Directors' report in 2024 and Orientation for 2025;*
- ✓ *The Board of Supervisors activity report for 2024;*
- ✓ *Proposal for approve the audited Financial Statements 2024;*
- ✓ *Proposal for the Profit distribution plan for the year 2024;*
- ✓ *Proposal for the Implementation of the 2024 Remuneration Fund for the Board of Directors and the Board of Supervisors, and the 2025 Plan;*
- ✓ *Proposal for the Implementation of the 2024 Salary Fund and the 2025 plan;*

- ✓ *Proposal for the selection of the auditing firm to audit the Financial Statements for 2025;*
- ✓ *Proposal to elect members of the Board of Directors and Supervisory Board for the 2025-2030 term.*
- ✓ *Other issues (if any).*

## **Article 7: EXPRESSING OPINIONS AT THE GENERAL MEETING**

### **1. Principle**

Shareholders attending the General Meeting who wish to express their opinions in the discussion must register and obtain the Chairperson's approval.

### **2. Speaking Procedure**

Shareholders shall express their opinions concisely and focus on the discussed matters in line with the approved agenda of the General Meeting. The Chairperson will arrange for shareholders to speak in the order of registration and address their questions accordingly

## **Article 8: RIGHTS AND RESPONSIBILITIES OF THE CHAIRPERSON**

1. Preside over the General Meeting in accordance with the approved agenda, regulations, and procedures. The Chairperson shall operate based on the principle of democratic centralism and make decisions by majority vote.
2. Guide the General Meeting in discussions and voting on matters included in the agenda as well as other related issues throughout the meeting.
3. Decide on matters following the order and procedures of the General Meeting or any arising issues outside the agenda.
4. Has the right to postpone the General Meeting to a later time and location at their discretion, without seeking approval from the Meeting, if deemed necessary and when the required number of shareholders is present.
  - ✓ *The behavior of attendees obstructs or is likely to obstruct the orderly proceedings of the General Meeting.*
  - ✓ *Postponement is necessary to ensure the lawful conduct of the Meeting's proceedings. The maximum postponement period shall not exceed three days from the scheduled opening date of the Meeting.*

## **Article 9: RESPONSIBILITIES OF THE SECRETARIAT**

1. Accurately and honestly record the entire proceedings of the General Meeting, including issues approved or noted by the shareholders.
2. Draft the Meeting Minutes and the General Meeting's Resolutions on the issues that have been approved.

## **Article 10: RESPONSIBILITIES OF THE VOTE COUNTING COMMITTEE**

1. Guide the voting and ballot process.
2. Determine the shareholders' voting results on issues approved at the General Meeting.
3. Report the voting results to the Secretariat.

4. Present to the General Meeting the results of shareholder eligibility verification, identify and report any violations of voting regulations, and address any complaints related to the voting results

#### **Article 11: MEETING MINUTES AND RESOLUTION OF THE GENERAL MEETINGS OF SHAREHOLDERS**

1. The secretary of the meeting shall record all the Contents of the GMS in the Minutes of the GMS.
2. The contents of the Congress agenda that have been voted and approved by the Congress must be reflected in the Congress Resolution.
3. The Minutes of GMS shall be completed and ratified before the General Meeting.

#### **Article 12: CASES WHERE THE GENERAL MEETING OF SHAREHOLDERS FAILS TO CONVENE**

1. If the required quorum is not met within 30 minutes from the scheduled opening time, the General Meeting must be reconvened within 30 days from the date of the failed first meeting. The time and venue of the second meeting shall be announced immediately at the first meeting, via the press, on the Company's website, or through direct notification
2. If the second meeting cannot be held due to the absence of shareholders representing at least 51% of the voting shares, then within 30 minutes from the scheduled opening time, the General Meeting must be reconvened within 20 days from the date of the failed second meeting. The time and venue of the third meeting shall be announced immediately at the second meeting, via the press, on the Company's website, or through direct notification
3. At the third meeting, the General Meeting shall be conducted regardless of the number of attending shareholders and the percentage of voting shares they hold.

#### **Article 13: EFFECTIVE**

This regulation was approved by the shareholders attending the 2025 Annual General Meeting of Shareholders, held on April 22, 2025, and is effective immediately.

Recipients::

- Company shareholders;
- Members of the BOD, BOS;
- Filed: Secretary;
- Filed in the archives.

**On Behalf of THE BOARD OF DIRECTORS  
CHAIRMAN**

(Signed)

**NGUYỄN THU HẰNG**

## **REPORT OF THE BOARD OF MANAGEMENT**

### **BUSINESS PERFORMANCE IN 2024 AND BUSINESS PLAN FOR 2025**

The company's leadership respectfully reports to the Annual General Meeting of Shareholders (“AGM”) in 2025 on the business performance of 2024 and presents the business plan for 2025 as follows:

#### **I. REAL ESTATE MARKET SITUATION IN 2024**

##### **1. Economic Context of 2024**

Vietnam's socio-economic situation in 2024 unfolded amid a global economy facing continued volatility, with global growth slowing due to cautious monetary policies of major economies and prolonged geopolitical tensions. Nevertheless, Vietnam maintained an impressive growth momentum, with GDP reaching 7.09%, ranking among the highest in the region. Exports rebounded strongly, contributing to a high trade surplus. FDI inflows continued to grow, reflecting foreign investors' confidence. Although the exchange rate faced pressure from the strengthening USD, inflation in 2024 was effectively controlled thanks to flexible and efficient monetary policies, along with the cooling of global inflation, which helped ease domestic inflationary pressures..

##### **2. Real Estate Market Situation in 2024 and Outlook for 2025**

###### **2.1. Real Estate Market Situation in 2024**

The year 2024 marked a significant recovery for Vietnam’s economy after a period of stabilization and steady growth. The real estate market followed this trend, emerging as one of the leading sectors contributing substantially to overall economic development.

Throughout 2024, the market recorded approximately 81,000 properties listed for sale, an increase of over 40% compared to 2023, as many projects managed to clear a significant portion of their inventory amid the market recovery. At the same time, transaction volume continued to grow steadily, with over 47,000 successful transactions, resulting in an absorption rate of 72%, of which more than 50% were primary market transactions. This growth was driven by the increasing demand for real estate, both for residential and investment purposes.

Overall, the real estate market concluded 2024 with positive signs of recovery, driven by significant progress in improving the legal framework and enhancing information transparency. These advancements helped resolve previous market bottlenecks and challenges. It can be said that 2024 served as a pivotal year, laying the foundation and providing momentum for the real estate market's growth in the coming period.

## 2.2. Real Estate Market Outlook for 2025

### ➤ *Market Outlook*

Building on a positive macroeconomic outlook, the real estate market is expected to continue its recovery in a sustainable manner while awaiting the widespread impact of new legal regulations. By early 2025, this recovery process is anticipated to gain clearer momentum. However, the pace of recovery will vary across segments and regions, though the level of differentiation is expected to be more balanced than before. Notably, market transparency will improve due to regulatory changes.

Moreover, stable interest rates will create favorable conditions for both homebuyers and real estate businesses. Additionally, increased investment in transportation infrastructure and urbanization across various regions will further enhance property values, attracting both domestic and foreign investment..

### ➤ *Risks and Challenges*

Despite many positive signals, the market still faces several difficulties and challenges, such as:

- ***Global Situation:*** Wars, global economic fluctuations, and increasing exchange rate pressures...
- ***Rising Land Use Costs:*** The annual adjustment of land price tables to reflect market values may lead to increased expenses such as land use fees, land taxes, land management fees, and compensation costs for land acquisition. This raises real estate investment costs and limits the availability of clean land, especially for project developers..
- ***Widespread Real Estate Price Increases:*** Higher land prices under the new pricing framework could drive up housing and other real estate costs, reducing affordability as household incomes fail to keep pace with rising property prices.
- ***"Lag Effect" of Newly Enacted Land Policies:*** Delays in implementing new land regulations may affect the resolution of legal obstacles for ongoing real estate projects, requiring waiting periods and adjustments to comply with updated laws.
- ***Difficulties in Accessing Bank Loans:*** Credit control policies for high-risk sectors such as real estate make it challenging for investors and real estate businesses to secure financing, forcing them to either face difficulties in obtaining loans or accept higher borrowing costs.

## II. BUSINESS PERFORMANCE REPORT FOR 2024

### 1. Business results for 2024



Unit: Million VND

STT	Chỉ tiêu	2023	2024		(%) Growth 2024	
		Actual	Actual 2024	Plan 2024	Compared to Plan 2024	Compared to Actual 2023
1.	<b>Net revenue from sales of goods and rendering of services</b>	<b>3.801</b>	<b>(733)</b>	<b>(397)</b>	<b>185%</b>	<b>-19%</b>
2.	Cost of goods sold	3.459	2.617	2.663	98%	76%
3.	<b>Gross profit from sales of goods and rendering of services</b>	<b>343</b>	<b>(3.349)</b>	<b>(3.060)</b>	<b>109%</b>	<b>-977%</b>
4.	Financial income	682	18.175	30.000	61%	2663%
5.	Financial expenses	3.002	4.826	13.702	35%	109%
6.	Selling expenses	876	157	411	38%	18%
7.	General administrative expenses	10.521	9.343	10.455	89%	89%
8.	<b>Net profit from operating activities</b>	<b>(13.373)</b>	<b>499</b>	<b>2.372</b>	<b>21%</b>	<b>-4%</b>
9.	Other income	250	1.575	79	2006%	8%
10.	Other expenses	2.496	671	1.283	52%	27%
11.	<b>Other profit</b>	<b>(2.246)</b>	<b>904</b>	<b>(1.204)</b>	<b>-75%</b>	<b>-40%</b>
12.	<b>Total profit before tax</b>	<b>(15.620)</b>	<b>1.403</b>	<b>1.168</b>	<b>120%</b>	<b>-9%</b>
13.	<b>Profit after corporate income tax</b>	<b>(15.620)</b>	<b>1.403</b>	<b>1.168</b>	<b>120%</b>	<b>-9%</b>

Based on the plans, objectives, and orientations approved at the 2024 General Meeting of Shareholders, Samland has proactively implemented business activities with a focus on maximizing cost reductions and enhancing cash flow management efficiency. In 2024, the company's primary focus is on resolving the current legal issues related to the Nhon Trach project and the Ung Van Khiem project.

The company recorded a profit of 1,403 million VND, achieving 120% of the profit target assigned by the General Meeting of Shareholders. Compared to the same period in 2023, the company's profit has shown a positive turnaround, moving from a loss to a profitable business result. The key driver of this improvement comes from optimizing and significantly reducing expenses in 2024, particularly major cost components such as financial expenses and administrative expenses. Additionally, the company has enhanced operational efficiency through restructuring and corporate governance, laying a solid foundation for sustainable growth in the future when favorable business opportunities arise.

## 2. Financial Situation in 2024

TT	Chỉ tiêu	01/01/2023	31/12/2024	Increase (+)/ Decrease (-)	% Change
<b>I</b>	<b>Total Assets</b>	<b>898.161</b>	<b>804.939</b>	<b>(93.222)</b>	<b>-10,4%</b>
1	Current Assets	199.128	112.476	(86.652)	-43,5%
2	Non-Current Assets	699.033	692.462	(6.570)	-0,9%
<b>II</b>	<b>Total Capital</b>	<b>898.161</b>	<b>804.939</b>	<b>(93.222)</b>	<b>-10,4%</b>
1	Liabilities	160.217	65.591	(94.625)	-59,1%
1.1	Current liabilities	158.113	65.371	(92.741)	-58,7%
1.2	Non-current liabilities	2.104	220	(1.884)	-89,5%
2	Owner's equity	<b>737.944</b>	<b>739.347</b>	<b>1.403</b>	0,2%

Total Assets and Capital in 2024 reached nearly 805 billion VND, with many items experiencing significant fluctuations compared to the beginning of the year. Specifically, some key changes in the asset structure are as follows:

- ❖ **Current Assets:** Decreased by 43% (equivalent to -86 billion VND) compared to the beginning of the year, primarily due to a decrease (-85 billion VND) in short-term receivables.
- ❖ **Non-Current Assets:** Account for a large proportion (78%) of the asset structure and show almost no fluctuation compared to the beginning of the year. This accurately reflects the Company's long-term strategy of focusing resources on key projects, ensuring stability and sustainable development.
- ❖ **Liabilities:** Account for 8% of the capital, decreasing by 59% (equivalent to -94 billion VND) compared to the beginning of the year, primarily due to a reduction (-92 billion VND) in short-term investment cooperation items
- ❖ **Owner's equity:** Accounts for a large proportion (82%) of the total current capital, as the Company prioritizes maintaining a safe capital structure, limiting borrowing, and focusing on internal resources to ensure long-term financial stability

### 3. Results of Implementing key Activities and Projects in 2024

#### ➤ Residential Project in Long Tan and Phu Hoi Communes, Nhon Trach District, Dong Nai Province

The company has now completed the legal procedures related to land compensation and site clearance and is in the process of making compensation payments. Additionally, the company has adjusted the 1/500 zoning plan and is proceeding with the investment policy extension in compliance with regulations.

#### ➤ Samland Riverside Apartment and Office Project in Binh Thanh District, Ho Chi Minh City

The completion of legal procedures has been prolonged due to the impact of land law regulations. Nevertheless, the company has proactively prepared all necessary steps and developed a detailed implementation plan. As soon as legal obstacles are resolved and implementation conditions are in place, the company will promptly proceed with the next steps to ensure the overall project timeline.

### **III. BUSINESS OPERATION PLAN FOR 2025**

#### **1. Objectives and Implementation Solutions for 2025**

In 2025, Vietnam's macroeconomy is expected to experience stable growth, driven by effective inflation control, sustained positive FDI inflows, and the recovery of manufacturing and exports. However, pressures from global economic fluctuations and a cautious monetary policy may impact capital flows and market purchasing power.

In this context, the real estate market is anticipated to recover but not yet experience a strong breakthrough due to ongoing influences from credit conditions, interest rates, and the progress of legal framework completion. Improving the investment environment and addressing legal barriers will be crucial in driving the real estate sector's development in 2025

Therefore, the company does not place high expectations on profit targets but will prioritize focusing its resources on the following key areas in 2025:

#### **Investment and Project Development:**

##### **✓ *Completion of Legal Procedures and Site Clearance:***

The company will prioritize resources to accelerate progress on two key projects: **Samland Riverside** and **Nhon Trach 55.2ha**, with a focus on:

- Accelerating the resolution of legal obstacles to ensure project implementation stays on schedule.
- Expediting site clearance to facilitate the smooth execution of key projects.

Legal issues remain the biggest barrier, accounting for approximately 70–80% of the overall challenges faced by both the market and Samland. However, 2025 is expected to bring positive signals with the support of legal policies and solutions aimed at addressing difficulties in the real estate sector..

##### **✓ *Investment Capital Mobilization:***

The company will proactively engage with financial institutions and investment funds to secure new capital at reasonable costs to finance upcoming projects.

#### **Other Activities:**

- ✓ ***Resource Management and Cost Control:*** Strengthen resource management, conduct regular business activity monitoring, and strictly control costs and project implementation progress.
- ✓ ***Action Planning and Performance Evaluation:*** Develop detailed action plans for each project, conduct monthly and quarterly progress and efficiency assessments, and prepare timely contingency plans.

- ✓ ***Seeking New Investment Opportunities:*** Proactively research and identify potential new projects, expand investment opportunities, and contribute to the company's sustainable growth.

## 2. Revenue and Profit Plan for 2025

Based on the objectives and directions for 2025, Samland's Executive Board proposes the company's business plan for 2025 as follows::

*Unit: million VND*

Key Indicators	Actual 2024	Forecast 2025	(%) Increase/ Decrease
<b>Total revenue</b>	17.442	18.548	6%
- <i>Net revenue</i>	(733)	270	137%
- <i>Financial incosme</i>	18.175	18.278	1%
Net profix after tax	<b>1.403</b>	<b>825</b>	<b>-41%</b>

The above is the Business Performance Report for 2024 and the Business Plan for 2025. The Board of Management of Samland respectfully submits this report to the 2025 Annual General Meeting of Shareholders for review and approval.

Respectfully submitted;

### ***Recipients:***

- *BOD, BOS;*
- *Organization Committee;*
- *Archived: Secretary of the BOD.*

**On Behalf of THE BOARD OF MANAGEMENT  
GENERAL DIRECTOR**

(Signed)

**NGUYỄN CHẤN MINH**

## **REPORT OF THE BOARD OF DIRECTORS ACTIVITIES IN 2024 AND DEVELOPMENT ORIENTATION FOR 2025**

### **I. Activities of the Board of Directors (“BoD”)**

#### **1. Structure of the Board of Directors’ Operations**

<b>No</b>	<b>Board of Directors’ members</b>	<b>Position</b>	<b>Number of shares owned</b>	<b>Ratio (%)</b>
1	Ms Nguyễn Thu Hằng	Chairman	111	0,0%
2	Mr. Trần Việt Anh (*)	Member	-	-
3	Mr. Phương Quốc Vĩnh	Member	-	-
4	Mr. Trần Oanh	Member	-	-

#### **Changes in the Company's BoD Personnel**

(\*) On 22/09/2024, the BoD unanimously:

- + Approved Mr. Trần Việt Anh's resignation from the position of Chief Executive Officer while continuing to serve as a BoD’ members for the remainder of the term.

The company has disclosed information regarding this event. At the same time, the BoD will report it to the next General Meeting of Shareholders (“GMS”).

#### **2. Meetings of the Board of Directors**

<b>No</b>	<b>Board of Directors’ members</b>	<b>Number of meetings attended by BOD</b>	<b>Attendance rate</b>	<b>Reasons for absence</b>
1	Ms. Nguyễn Thu Hằng	06/06	100%	-
2	Mr. Trần Việt Anh	06/06	100%	-
3	Mr. Phương Quốc Vĩnh	06/06	100%	-
4	Mr. Trần Oanh	06/06	100%	-

#### **3. Resolutions/Decisions of the Board of Directors**

Throughout the year, the Company’s BoD has diligently fulfilled the objectives set by the GMS, adhering to legal regulations, the Company’s Charter, and its designated authority and responsibilities. Specifically, the BoD has carried out the following tasks during the year:

No	Resolution/ Decision No	Date	Content	Approval rate
1	01/2024/NQ- HDQT	29/02/2024	Approve the plan for organizing the 2024 Annual General Meeting of Shareholders	100%
2	02/2024/NQ-HDQT	12/03/2024	Approve Transactions between the Company and its affiliated organization/persons	100%
3	03/2024/NQ-HDQT	25/03/2024	Approve the documents for the 2024 Annual General Meeting of Shareholders	100%
4	04/2024/NQ-HDQT	21/06/2024	Approve the selection of the auditing firm to audit the financial statements for 2024	100%
5	05/2024/NQ-HDQT	06/09/2024	Approve the use of the company's assets to secure all of the credit obligations of Sam Holdings Corp at TPBank	100%
6	06/2024/NQ-HDQT	23/09/2024	Approve the dismissal and appointment of the CEO and Legal Representative of the Company	100%

## 2. Supervisory Activities of Board of Directors

### ➤ Business results for 2024

No	Indicator	Plan 2024	Actual 2024	Plan Completion Rate (%)
1	Gross profit from sales of goods and rendering of services	(397)	(733)	185%
2	Total profit before tax	1.168	1.403	120%
3	Profit after corporate income tax	1.168	1.403	120%

In 2024, the company primarily focused on optimizing operational efficiency and accelerating the progress of key projects, with a particular emphasis on resolving legal issues and land clearance. Thanks to concentrated efforts in overcoming obstacles, strict cost control, and process optimization, the company has achieved positive progress. The 2024 business plan has been fundamentally completed in line with the targets set by the GMS, with profitability showing a positive shift—moving out of a loss-making position and recording initial profits

This demonstrates the efforts of the entire system, from the BoM to all employees, in implementing strategic solutions, laying a solid foundation for the next phase of development as key projects are completed and begin generating revenue..

### ➤ Implementation of Corporate Governance in 2024

- The BoD has set a strategic direction to maximize all available resources while actively supporting corporate governance and management. The company's governance is strictly implemented in compliance with legal regulations, the Charter, the BoD' operational regulations, as well as the company's internal regulations. Additionally, the Board of Directors facilitates favorable conditions for the BoM to take the initiative in business operations, swiftly adapting to changes and emerging market trends, especially in the current volatile and challenging economic environment. The ultimate goal is to ensure the system operates safely, efficiently, and sustainably.

- Regarding the plan to delist SLD shares and terminate the company's public status in accordance with the Resolution of the AGM No. 01/2023/NQ-ĐHĐCĐ dated April 21, 2023: the BoD and the Board of Management (“BoM”) are currently carrying out the necessary procedures with the competent authorities, including the SSC, the VSDC... These procedures are being implemented in compliance with legal regulations, taking into account the actual situation and aligning with the company’s future development strategy.

- In the upcoming period, the BoD will strengthen its coordination with the BoM by taking a more active role in key meetings. This will enable the BoD to closely monitor the company’s operations, allowing for timely and effective adjustments in response to market dynamics and real estate industry trends. At the same time, the BoD will accelerate the implementation of mid- and long-term strategies to reinforce the company’s position and drive sustainable growth. Through these efforts, the BoD and the BoM will continue to uphold and expand the core values they have diligently built, bringing tangible benefits to shareholders and employees of Samland.

### **Supervisory Activities of the Board of Directors:**

- The BoD ensures effective supervision of the management and operations carried out by the BoM. The Board actively participates in periodic meetings with the CEO and the BoM to assess the company’s quarterly business performance. As a result, the company’s operations in 2024 have remained stable. Financial management has been well-controlled and executed in compliance with legal regulations.
- The BoD promptly addresses issues within its authority to facilitate the CEO’s operations. In addition to discussions during regular meetings, the Board frequently communicates via email and other information channels regarding the company’s strategic direction and business performance.
- The CEO and the BoM consistently strive for innovation and proactiveness in executing the tasks and targets approved by the GMS. Throughout the management process, they have demonstrated a high sense of responsibility and successfully achieved the business targets set for 2024.

### **3. Assessment of the Board of Directors on the Performance of the Board of Management**

The BoM has made every effort to fulfill the tasks entrusted by the GMS and the BoD. The BoD highly appreciates the dedication and determination of all members in managing the company’s operations and achieving the set business targets. In the past year, the BoM has performed well in personnel organization, corporate governance, investment management, and financial control through effective operational solutions. These efforts have ensured timeliness and alignment with the company’s objectives, creating favorable conditions for all employees to fully dedicate themselves to their work.

Although there are still existing issues related to ongoing projects, the impact of legal policies, and the recent downturn in the real estate sector, the company’s business performance has fundamentally met the set targets. The BoD acknowledges the contributions of the BoM’ members to the company in 2024. It is hoped that, with the implementation of new solutions in the coming period, the company’s business performance will see significant improvements.

#### **- Assessment of Other Activities:**

- ✓ Develop plans and promptly, effectively implement the strategies set by the BoD. Perform well in corporate governance and management functions, maintain stable business operations,

ensure employment, and improve income for employees.

- ✓ Các thông tin của Công ty luôn công khai minh bạch, ủy quyền cho cán bộ chuyên trách phối hợp cùng đơn vị tư vấn thực hiện một cách kịp thời, chính xác. Báo cáo trung thực mọi hoạt động của Ban điều hành và hoạt động của Công ty cho HĐQT theo định kỳ và bất cứ khi nào cần thiết. The Company's information is always disclosed transparently, with authorized personnel coordinating with consultants to ensure accuracy and timeliness. All activities of the BoM and the Company are reported honestly to the BoD on a periodic basis or whenever necessary.

#### 4. The Remuneration of the Board of Directors

Stt	Members of Board of Directors	Position	Remuneration (VND)
1	Ms. Nguyễn Thu Hằng	Chairman	200.000.004
2	Mr. Trần Việt Anh	Members	106.666.668
3	Mr. Phương Quốc Vĩnh	Members	106.666.668
4	Mr. Trần Oanh	Members	106.666.668

## II. Development Orientation for 2025

In 2025, based on the development orientations and objectives approved by the GMS, as well as the opportunities and challenges of the market, the BOD will continue to direct the BOM through synchronized measures combined with flexible solutions aligned with market conditions to guide the company in achieving the following key objectives:

- Focus on implementing the Nhon Trach Residential Project: Complete legal procedures, accelerate site clearance, and assess the most effective planning adjustment solutions..
- Expand project development while acquiring new land reserves to ensure the sustainable growth of the SAMLAND brand.
- Focus on developing specialized management resources in real estate investment, business operations, and financial management.
- Emphasize brand development for the residential segment under the Samland trademark as the project developer
- Establish a comprehensive management system and optimize the organizational structure to gradually build a professional workforce, enhance employee income, and ensure shareholder benefits.
- Direct the BoM to continue implementing the plan to stop Sacomland Corporation (Code: SLD) from the HOSE and terminate its public company status in accordance with Resolution No. 01/2023/NQ-ĐHĐCĐ dated April 21, 2023, of the AGM.

### Dear Valued Shareholders!.

Entering 2025, the macroeconomic situation in general and the real estate sector in particular continue to face numerous challenges, ranging from legal policy hurdles to difficulties in raising investment capital. Nevertheless, looking back at the journey we have traveled, we have overcome the most



challenging periods together. However, there are still many obstacles and critical tasks ahead that require the relentless efforts of all company staff. The Board of Directors of Samland hopes to receive the companionship, sharing, and support of our shareholders to overcome this phase together, aiming for the stability and sustainable development of the Company.

**Here is the summary report on the performance of the Board of Directors of Sacom Real Estate Joint Stock Company, presented to the General Meeting of Shareholders.**

Wishing you good health and a successful General Meeting.

Respectfully thank you ./.

**Recipients:**

- *As Above;*
- *BOD, BOS;*
- *Organization Committee;*
- *Archived: Secretary of the BOD.*

**On Behalf of THE BOARD OF DIRECTORS  
CHAIRMAN**

**NGUYỄN THU HẰNG**

No: 01/2025/BC-BKS

Ho Chi Minh City, 01/04/2025

## REPORT ON THE ACTIVITIES OF THE SUPERVISORY BOARD AT THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS

**To: The Annual General Meeting of Shareholders in 2025 Sacomland Corporation**

- Law on Enterprises No. 59/2020/QH14 dated June 17, 2020;
- Law on Securities No. 54/2019/QH14 dated November 26, 2019;
- Decree No. 155/2020/ND-CP dated December 31, 2020, of the Government providing guidance on corporate governance applicable to public companies;
- Charter of Sacomland Corporation.

The Board of Supervisors (“**BOS**”) of Sacomland Corporation (the “**Company**”) hereby submits to the General Meeting of Shareholders (“**GMS**”) for consideration and approval the report of the BOS, which includes the following contents:

### **1. Report on the operational results of the BOS:**

In 2024, the members of the BOS of the Company are as follows:

No.	Members of the BOS	Position
1	Mr. Lê Văn Minh	Head of the Board
2	Ms. Võ Nữ Từ Anh	Member
3	Mr. Đặng Văn Tuyển	Member

The Company has duly disbursed remuneration to the members of the Board of Directors (“**BOD**”) and the BOS for the year 2024 in accordance with the levels ratified by the Annual General Meeting of Shareholders (“**AGM**”) in 2024. Other operational expenses have been incurred in strict compliance with the Company's internal regulations. The total remuneration, operational expenses, and other entitlements of the BOS for the year 2024 amount to VND 173.333.328.

### **❖ In 2024, the BOS convened two meetings to deliberate and adopt resolutions on the following matters:**

- Approve the BOS’ report for submission to the AGM in 2025.
- Approve the proposal on the selection of an independent auditing firm to audit the 2025 financial statements.
- Approve the assessment of the 2024 audited financial statements, audited by AASC Auditing Firm Co., Ltd.
- Review of the reviewed semi-annual financial statements for the first half of 2024, as well as the quarterly financial statements for 2024.
- Unanimous adoption of the operational plan of the BOS for 2024.
- Full attendance by all members at the meetings.
- Activities of the BOS.

### **❖ The key activities of the BOS in 2024 are as follows:**

- Participation in the Company’s AGM.

- Supervision of the periodic and extraordinary meetings of the BOD.
- Oversight of the activities of the BOD and the Board of Management (“**BOM**”) in accordance with legal regulations, the resolutions of the GMS, and the resolutions of the BOD.
- Monitoring the Company's information disclosure practices to ensure compliance with regulations.
- Proposing the list of independent audit firms for the annual and semi-annual financial statement audits; evaluating the Company's financial statements before and after the audit.
- Providing recommendations on corporate governance and business operations.
- Organizing periodic and extraordinary meetings of the BOS to review, discuss, and assess the Company's operations.
- Monitoring, supervising, and addressing recommendations made by shareholders or shareholder groups.
- Performing other tasks within the functions and duties of the BOS.
- All members of the BOS have duly fulfilled their assigned functions and duties as entrusted by the GMS while maintaining independence, integrity, and objectivity.

## 2. Report on the Oversight of the BOD and the Chief Executive Officer.

### Assessment of the Supervisory Findings on the BOD:

In 2024, the Company's BOD comprised the following members:

No.	Board Member	Position
1	Ms. Nguyễn Thu Hằng	Chairman of the Board
2	Mr. Trần Việt Anh	Board Member
3	Mr. Trần Oanh	Board Member
4	Mr. Phương Quốc Vĩnh	Board Member

Based on the supervisory review of the BOD's activities in 2024, the BOS has the following assessments:

- The BOD has demonstrated proactive governance by closely monitoring market developments, exercising stringent oversight over the Company's business operations, and ensuring the implementation of resolutions adopted by the GMS. This has facilitated timely directives to the BOM in managing the Company's business activities efficiently.
- The BOD has duly convened both periodic and extraordinary meetings in accordance with applicable laws and the Company's Charter. All meetings were presided over by the Chairperson of the Board, ensuring rigorous deliberations and a high degree of accountability. These meetings effectively executed supervisory functions, set strategic business directions, and established specific management and operational measures. The resolutions adopted by the BOD were consistent with its statutory authority, aligned with the resolutions of the GMS, and in full compliance with prevailing legal regulations and the Company's Charter.
- However, the current composition of the BOD includes only four members, which does not satisfy the prescribed minimum of five members for the 2020–2025 term. Accordingly, the BOD proposes that the GMS either elect an additional Board member or amend the Board's composition requirements for the upcoming term.

### Evaluation of the Executive Board's Performance:

- In 2024, there was a change in the BOM. The Company appointed Mr. Nguyễn Chấn Minh as Chief Executive Officer (“CEO”) and Legal Representative, replacing Mr. Trần Việt Anh, effective from September 23, 2024.

- In 2024, the BOS closely monitored the activities of the BOM and the Company's overall management and operational activities.
- The BOM has consistently adhered to the strategic objectives and governance directives established by the GMS and the BOD, ensuring full compliance with its fiduciary duties and assigned mandates.
- The BOM has complied with the governance hierarchy stipulated in the Company's Charter, Corporate Governance Regulations, and internal policies, as well as the resolutions and decisions issued by the BOD.
- The BOM convenes meetings to conduct a comprehensive assessment of business operations, identify existing limitations and challenges, and implement appropriate corrective measures. It also formulates and deploys business strategies across all departments and divisions within the Company.
- In 2024, the BOS did not identify any irregularities in the operations of the BOD, the BOM, or the Company's management personnel.

**Assessment of the Coordination Between the BOS, BOD, CEO, and Shareholders:**

- The BOS has effectively coordinated with the BOD and the BOM while maintaining its independence in oversight activities.
- The BOD has duly provided the BOS with all meeting minutes, resolutions, and decisions in accordance with corporate governance principles.
- The BOM has ensured timely and adequate disclosure of information to facilitate the BOS's monitoring and supervisory functions.
- In 2024, the BOS did not receive any shareholder requests pursuant to the Law on Enterprises.

**3. Supervisory Board's Appraisal Report on the Company's Business Performance.**

- The Company's 2024 financial statements have been prepared based on the selection and consistent application of appropriate accounting policies.
- The 2024 financial statements, audited by AASC Auditing Firm Co., Ltd., provide a true and fair view, in all material respects, of the Company's financial position as of December 31, 2024, its business performance, and cash flows for the fiscal year then ended, in compliance with Vietnamese Accounting Standards (VAS), the Vietnamese Enterprise Accounting System, and applicable legal regulations governing financial reporting and disclosure
- BOS's assessment of the Company's business performance results:

*Unit: Billion VND*

No.	Indicator	Actual 2023	Plan 2024	Actual 2024	(+)/(-) Actual 2024/2023	Actual/Plan 2024	Actual 2024/2023
1	<b>Revenue from sales of goods and rendering of services</b>	<b>6,951</b>	<b>10,323</b>	<b>9,988</b>	<b>3,036</b>	<b>97%</b>	<b>144%</b>
2	Revenue deductions	3,150	10,720	10,720	7,570	100%	340%
3	<b>Net revenue from sales of goods and rendering of services</b>	<b>3,801</b>	<b>(397)</b>	<b>(733)</b>	<b>(4,534)</b>	<b>185%</b>	<b>-119%</b>
4	Cost of goods sold	3,459	2,663	2,617	(842)	98%	76%
5	<b>Gross profit from sales of goods and rendering of services</b>	<b>343</b>	<b>(3,060)</b>	<b>(3,349)</b>	<b>(3,692)</b>	<b>109%</b>	<b>-1077%</b>
6	Financial income	682	30,000	18,175	17,492	61%	2663%
7	Financial expenses	3,002	13,702	4,826	1,824	35%	161%
8	Selling expenses	876	411	157	(719)	38%	18%

No.	Indicator	Actual 2023	Plan 2024	Actual 2024	(+)/(-) Actual 2024/2023	Actual/Plan 2024	Actual 2024/2023
9	General administrative expenses	10,521	10,455	9,343	(1,178)	89%	89%
<b>10</b>	<b>Net profit from operating activities</b>	<b>(13,373)</b>	<b>2,372</b>	<b>499</b>	<b>13,872</b>	<b>21%</b>	<b>104%</b>
11	Other income	250	79	1,575	1,325	2005%	631%
12	Other expenses	2,496	1,283	671	(1,825)	52%	27%
<b>13</b>	<b>Other profit</b>	<b>(2,246)</b>	<b>(1,204)</b>	<b>904</b>	<b>3,150</b>	<b>-75%</b>	<b>140%</b>
<b>14</b>	<b>Profit before tax</b>	<b>(15,620)</b>	<b>1,168</b>	<b>1,403</b>	<b>17,023</b>	<b>120%</b>	<b>109%</b>
<b>15</b>	<b>Profit after tax</b>	<b>(15,620)</b>	<b>1,168</b>	<b>1,403</b>	<b>17,023</b>	<b>120%</b>	<b>109%</b>

- In 2024, the real estate market continued to face significant challenges. Projects in Ho Chi Minh City encountered legal obstacles related to land-use rights, which are in the process of being resolved. The Executive Board made efforts to expedite the legal procedures for ongoing projects; however, the planned targets were not fully met.
- The Company's total revenue in 2024 reached VND 9.9 billion, falling short of the budgeted target but increasing by 44% compared to actual revenue in 2023. However, revenue deductions surged by 240% year-over-year, leading to a 119% decline in net revenue, amounting to a net loss of VND 733 million.
- In 2024, financial performance improved, and the Company started generating net profit. The Executive Board implemented cost control measures, reducing operating expenses by VND 1.8 billion. In parallel, capital management strategies were optimized to reduce interest-bearing liabilities and leverage investment cooperation cash flows to enhance financial efficiency.
- Given the above financial performance, the Company has essentially met the business targets approved by the AGM in 2024. However, the BOS recommends that the Executive Board prioritize resolving outstanding legal issues related to projects and enhance risk control over investment cooperation activities that fall outside the Company's core business operations.
- Results of the BOS's Review of the Company's Financial Position:

*Unit: Billion VND*

No.	Indicator	31/12/2023	31/12/2024	Change (YoY)		Proportion of Total Assets	
				Value	%	Beginning	Ending
<b>A</b>	<b>CURRENT ASSETS</b>	<b>199,128</b>	<b>112,476</b>	<b>(86,652)</b>	<b>56.5%</b>	<b>22.2%</b>	<b>14.0%</b>
1	Cash and cash equivalents	4,623	6,097	1,475	131.9%	0.5%	0.8%
2	Short-term financial investments	20,777	19,360	(1,417)	93.2%	2.3%	2.4%
3	Short-term receivables	161,801	77,037	(84,764)	47.6%	18.0%	9.6%
4	Inventories	2,622	46	(2,576)	1.7%	0.3%	0.0%
5	Other current assets	9,305	9,936	631	106.8%	1.0%	1.2%
<b>B</b>	<b>NON-CURRENT ASSETS</b>	<b>699,033</b>	<b>692,462</b>	<b>(6,570)</b>	<b>99.1%</b>	<b>77.8%</b>	<b>86.0%</b>
1	Long-term receivables	22,174	13,428	(8,746)	60.6%	2.5%	1.7%
2	Fixed assets	596	2,197	1,602	369.0%	0.1%	0.3%
3	Investment properties	1,877		(1,877)	0.0%	0.2%	0.0%
4	Long-term assets in progress	665,338	667,997	2,659	100.4%	74.1%	83.0%
5	Other long-term assets	9,048	8,840	(208)	97.7%	1.0%	1.1%
	<b>TOTAL ASSETS</b>	<b>898,161</b>	<b>804,939</b>	<b>(93,222)</b>	<b>-10.4%</b>		

No.	Indicator	31/12/2023	31/12/2024	Change (YoY)		Proportion of Total Assets	
				Value	%	Beginning	Ending
<b>A</b>	<b>LIABILITIES</b>	<b>160,217</b>	<b>65,591</b>	<b>(94,625)</b>	<b>40.9%</b>	<b>17.8%</b>	<b>8.1%</b>
1	Current liabilities	158,113	65,371	(92,741)	41.3%	17.6%	8.1%
	<i>Including: Short-term borrowings</i>	<i>50,000</i>	<i>50,000</i>		<i>100.0%</i>	<i>5.6%</i>	<i>6.2%</i>
2	Non-current liabilities	2,104	220	(1,884)	10.5%	0.2%	0.0%
	<i>Including: Long-term borrowings</i>					<i>0.0%</i>	<i>0.0%</i>
<b>B</b>	<b>OWNER'S EQUITY</b>	<b>737,944</b>	<b>739,347</b>	<b>1,403</b>	<b>100.2%</b>	<b>82.2%</b>	<b>91.9%</b>
1	Contributed capital	785,731	785,731		100.0%	87.5%	97.6%
2	Share premium	(348)	(348)		100.0%	0.0%	0.0%
3	Development investment fund	610	610		100.0%	0.1%	0.1%
4	Retained earnings	(48,049)	(46,646)	1,403	97.1%	-5.3%	-5.8%
	<b>TOTAL CAPITAL</b>	<b>898,161</b>	<b>804,939</b>	<b>(93,222)</b>	<b>-10.4%</b>		

- As of December 31, 2024, the Company's total assets decreased by 10.4% compared to 2023, from VND 898 billion to VND 805 billion, primarily due to the following factors:
- Current assets as of 31/12/2024, declined by 43.5% compared to 31/12/2023, mainly due to a reduction in short-term receivables. This led to a decrease in the proportion of current assets to total assets from 22.2% to 14%.
- The debt-to-equity ratio decreased from 17.8% on 31/12/2023, to 8.1% on 31/12/2024. The BOM has implemented a strategy to reduce debt-financed investments and focus capital allocation on existing real estate projects. As a result, total liabilities decreased by VND 94.6 billion, primarily due to a reduction of VND 92.7 billion in short-term liabilities compared to the previous year. This reduction alleviated liquidity pressure and interest expenses for the Company..
- Equity remained relatively stable compared to the previous year, mainly driven by profits generated from business activities in 2024.
- Monitoring Results on the Implementation of Resolutions of the 2024 AGM (AGM):
- Through monitoring, the Supervisory Board observed that in 2024, the Company's operations complied with legal regulations, the Company's Charter, and the Resolutions of the AGM and the BOD. The Company strictly adhered to information disclosure regulations and properly implemented the resolutions of the 2024 AGM.
- Report on transactions between the Company, its subsidiaries, and other companies in which the Company holds more than fifty percent (50%) of charter capital, with members of the BOD, the General Director, and related parties of these members; as well as transactions between the Company and entities where a member of the BOD is a founding member or has held a managerial position within the last three years before the transaction date.
- Regarding the signing and execution of related-party transactions, in 2024, these transactions were monitored and complied with legal regulations and the Company's Charter. No issues requiring attention were detected. The details of these transactions are presented in the Corporate Governance Report.

#### 4. Assessment Report on the Performance of the BOS

##### *Assessment of the Performance of the BOS*

- The BOS has effectively fulfilled its function of overseeing the activities of the BOD and the BOM.

- The BOS has operated in compliance with its authority and duties as stipulated in the Company's Charter and the BOS's Regulations.

#### ***Assessment of the Performance of BOS Members***

- All BOS members have attended meetings in full and successfully completed their assigned tasks.
- During meetings, members actively contributed opinions and recommendations to the BOD and the BOM to enhance corporate governance and improve the internal control system.
- BOS members have performed their duties with honesty, objectivity, and independence.

#### **5. Conclusion**

- The Report of the BOD and the BOM has fully and accurately reflected the corporate governance situation and the Company's business performance in 2024.
- The resolutions issued by the BOD were in compliance with the Law on Enterprises, the Company's Charter, and were aimed at maximizing benefits for the Company and its shareholders. The BOM's business management decisions were aligned with the BOD's strategic orientations and directives.
- The Company has strictly adhered to its operational procedures in accordance with internal governance system requirements. The financial reporting system and accounting records comply with Vietnamese Accounting Standards (VAS) and prevailing accounting regulations. The business results and financial data ensure accuracy, transparency, and adherence to revenue and expense recognition principles.
- The BOS continues to recommend that the BOM accelerate the completion of legal procedures and land clearance compensation for ongoing projects, including the Samland Riverside project (Ung Van Khiem) and the Nhon Trach 55.2-hectare project, to ensure timely sales execution and revenue recognition in subsequent years. Additionally, the Supervisory Board advises the BOM to streamline the organizational structure and optimize operating costs during this challenging market period to enhance the Company's operational efficiency. Furthermore, risk management for financial investment activities should be strengthened to ensure financial security and capital efficiency.
- This report represents the assessment of the BOS's activities and is respectfully submitted to the AGM for review and approval.

Wishing you good health and a successful Annual General Meeting.

Respectfully yours./.

#### ***Recipients:***

- As above;
- BOD, BOS;
- Organization Committee;
- Archived: Secretary of the BOD.

**On Behalf Of THE SUPERVISORY BOARD  
HEAD OF THE BOARD**

*(Signed)*

**LÊ VĂN MINH**

## **PROPOSAL**

***Subject : Approve the audited Financial Statements for 2024***

**To: THE ANNUAL GENERAL MEETING OF SHAREHOLDERS IN 2025**  
**SACOMLAND CORPORATION**

**Legal basis:**

- Law on Enterprises no.59/2020/QH14 dated June 17, 2020;
- Law on Securities no.54/2019/QH14 dated November 26, 2019; and the attached documents;
- Charter on Organization and Operation of Sacomland Corporation;
- Audited Financial Statements for 2024.

The Board of Directors respectfully submits to the General Meeting of Shareholders (“GMS”) for approval the audited Financial Statements for 2024. Shareholders are invited to review the details in the attached audited Financial Statements for 2024.

Respectfully submitting to the GMS for consideration and approval ./.

**Recipients:**

- As above;
- BOD, BOS;
- Organizing committee;
- Archive.

**On Behalf of THE BOARD OF DIRECTORS**  
**CHAIRMAN**

(Signed)

**NGUYỄN THU HẰNG**



## PROPOSAL

**Subject: Profit distribution plan for 2024**

**To: THE ANNUAL GENERAL MEETING OF SHAREHOLDERS IN 2025**

**SACOMLAND CORPORATION**

**Legal basis :**

- Law on Enterprises no.59/2020/QH14 dated June 17, 2020;
- The Charter and Financial Regulations of Sacomland Corporation;
- Audited Financial Statements for the year 2024.

Based on the audited financial results for 2024, the Board of Directors respectfully submits the profit distribution plan for 2024 as follows:

Profit distribution	Amount (VND)
<b>Profit after tax for 2024</b>	<b>1.403.263.477</b>
No allocation to reward and welfare fund	-
- No bonus for exceeding the 2024 profit target	-
- No dividend payment for 2024	-
<b>Total distributed profit for 2024</b>	<b>-</b>
<b>Remaining profit after distribution</b>	<b>1.403.263.477</b>

Respectfully submitting to the GMS for consideration and approval ./.

**Recipients:**

- As mentioned above;
- BOD, BOS;
- Organizing committee;
- Archive.

**On Behalf of THE BOARD OF DIRECTORS  
CHAIRMAN**

(Signed)

**NGUYỄN THU HẰNG**

## PROPOSAL

**Subject: Implementation of the 2024 remuneration fund for the Board of Directors - the Board of Supervisors, and the 2025 plan**

**To: THE ANNUAL GENERAL MEETING OF SHAREHOLDERS IN 2025  
SACOMLAND CORPORATION**

**Legal basis :**

- Law on Enterprises no.59/2020/QH14 dated June 17, 2020;
- Charter on Organization and Operation of Sacomland Corporation;
- Resolution of the 2024 Annual General Meeting of Shareholders of Sacomland Corporation.

The Board of Directors (“**BOD**”) respectfully reports to the Annual General Meeting of Shareholders (“**GMS**”) the implementation of the remuneration fund for the BOD and the Board of Supervisors (“**BOS**”) for 2024, and presents the proposed plan for the remuneration fund for the BOD and the BOS for the year 2025, as follows:

**1. Remuneration Fund Approved by the GMS in 2024:**

- a. Gross fund: 836.000.000 VND
- b. Remuneration Fund Paid in 2024 (Gross): 760.000.008 VND

**2. Proposed Remuneration Fund for 2025:**

Gross fund: 836.000.000 VND

The GMS unanimously authorizes the BOD and the BOS to determine the specific expenditure level.

Respectfully submitting to the GMS for consideration and approval ./.

**Recipients:**

- As above;
- BOD, BOS;
- Organizing committee;
- Archive.

**On Behalf of THE BOARD OF DIRECTORS  
CHAIRMAN**

(Signed)

**NGUYỄN THU HẰNG**

## **PROPOSAL**

*Subject: Implementation of the 2024 Salary Fund and  
Proposal for the 2025 salary fund*

**To: THE ANNUAL GENERAL MEETING OF SHAREHOLDERS IN 2025  
SACOMLAND CORPORATION**

**Legal basis :**

- Law on Enterprises no.59/2020/QH14 dated June 17, 2020;
- The Charter of Sacomland Corporation;
- Resolution of the 2024 Annual General Meeting of Shareholders of Sacomland Corporation;
- The Business plan for 2025;

The Board of Directors (“**BOD**”) respectfully reports to the General Meeting of Shareholders (“**GMS**”) the implementation of the salary fund for 2024 and submits the proposal for the salary fund for 2025 as follows:

**1. Salary fund approved by the GMS in 2024:**

*a. Gross salary fund: 10.097.638.600 VND*

*b. Salary Fund Paid in 2024: 7.500.293.283 VND*

(a decrease of 2.597.345.317 VND compared to the amount approved by the GMS).

**2. Proposed salary fund for 2025:**

*Gross: 8.000.000.000 đồng*

Respectfully submitting to the GMS for consideration and approval ./.

**Recipients:**

- As above;
- BOD, BOS;
- Organizing committee;
- Archive.

**On Behalf of THE BOARD OF DIRECTORS  
CHAIRMAN**

(Signed)

**NGUYỄN THU HẰNG**

## **PROPOSAL**

***Subject : Selection of the Audit Firm for the Review and Audit of  
the 2025 Financial Statements***

**To: THE ANNUAL GENERAL MEETING OF SHAREHOLDERS IN 2025  
SACOMLAND CORPORATION**

### **Legal basis:**

- Law on Enterprises no.59/2020/QH14 dated June 17, 2020;
- Law on Securities no.54/2019/QH14 dated November 26, 2019; and the attached documents;
- Charter on Organization and Operation of Sacomland Corporation;

The Board of Supervisors (“BOS”) respectfully submits to the General Meeting of Shareholders (“GMS”) for consideration and approval the authorization for the Board of Directors (“BOD”) to select one of the five audit firms to conduct the review of the semi-annual financial statements and the audit of the 2025 financial statements of the Company:

#### **1. Ernst & Young Vietnam Limited**

*Business Registration Number: 0300811802*

*Address: 28th Floor, Bitexco Financial Tower, 2 Hai Trieu Street, District 1, Ho Chi Minh City.*

#### **2. PWC (VietNam) Limited**

*Business Registration Number: 0100157406*

*Address: 8th Floor, Saigon Tower, 29 Le Duan Street, District 1, Ho Chi Minh City.*

#### **3. AASC Auditing Firm Company Limited**

*Business Registration Number: 0100111105*

*Address: No. 1 Le Phung Hieu Street, Trang Tien Ward, Hoan Kiem District, Hanoi.*

#### **4. Auditing & Informatic Services Company Limited**

*Business Registration Number: 0300513041*

*Address: 389A Dien Bien Phu Street, Ward 4, District 3, Ho Chi Minh City.*

#### **5. A&C Auditing and Consulting Company Limited**

*Business Registration Number: 0300449815*

*Address: No. 02 Truong Son Street, Ward 2, Tan Binh District, Ho Chi Minh City*

**Reason for Selection:** These are independent audit firms approved by the State Securities Commission to audit the financial statements of listed organizations in 2025. These firms provide high-quality services at reasonable fees

In the event that an agreement on audit timelines and fees cannot be reached with the five aforementioned firms, the GMS authorizes the BOD to select another audit firm that meets the Company’s requirements and complies with legal regulations

Respectfully submitting to the GMS for consideration and approval ./.

**Recipients:**

- *As above;*
- *BOD, BOS;*
- *Organizing committee;*
- *Archive..*

**On Behalf of BOARD OF SUPERVISORS  
HEAD OF BOARD OF SUPERVISORS**

(Signed)

**LÊ VĂN MINH**

**PROPOSAL**

***Subject : Election of Board of Directors and Board of Supervisors Members for the 2025 - 2030 Term***

**To: THE ANNUAL GENERAL MEETING OF SHAREHOLDERS IN 2025  
SACOMLAND CORPORATION**

**Legal basis:**

- Law on Enterprises no.59/2020/QH14 dated June 17, 2020;
- Charter on Organization and Operation of Sacomland Corporation;

The term of the Board of Directors (“BOD”) and the Board of Supervisors (“BOS”) of Sacomland Corporation for the 2020 – 2025 period has ended. Pursuant to the provisions of the Enterprise Law and the Company's Charter; In order to meet operational requirements and strengthen resources for the Company's development in the new phase, the Organizing Committee respectfully submits to the General Meeting of Shareholders (“GMS”) for approval the election of members of the BOD and the BOS for the 2025 – 2030 term in accordance with regulations.

The Organizing Committee respectfully submits to the 2025 Annual GMS for approval the following matters:

1. Approve the number of BOD members to be elected for the 2025 – 2030 term: 04 members.
2. Approve the number of BOS members to be elected for the 2025 – 2030 term: 03 members.

Respectfully submitting to the GMS for consideration and approval ./.

**Recipients:**

- As above;
- BOD, BOS;
- Organizing committee;
- Archive.

**On Behalf of THE BOARD OF DIRECTORS  
CHAIRMAN**

(Signed)

**NGUYỄN THU HẰNG**

**REGULATIONS ON NOMINATION, CANDIDACY, AND ELECTION  
MEMBERS OF THE BOARD OF DIRECTORS AND THE BOARD OF SUPERVISORS  
AT THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS**

**CHAPTER I**

**GENERAL PROVISIONS**

**Article 1: Purpose, Scope of Regulation, and Subjects of Application**

- 1.1. This regulation is established to specifically define the principles and methods for the nomination, candidacy, and election of members of the Board of Directors (“BOD”) of Sacomland Corporation at the 2025 Annual General Meeting of Shareholders (“AGM”).
- 1.2. This regulation applies to all shareholders holding shares of Sacomland Corporation (as per the finalized list on March 18, 2025) and their duly authorized representatives present at the 2025 Annual General Meeting of Shareholders (“GMS”).

**Article 2: Rights and Obligations of Shareholders and Authorized Representatives Attending the AGM of Sacomland Corporation**

- 2.1. Each shareholder or authorized representative attending the GMS shall receive one ballot for the election of the BOD and one ballot for the election of the BOS. The ballots shall clearly state the number of shares held by the shareholder or their authorized representative and the corresponding number of voting rights to be used in the election.
- 2.2. Shareholders must comply with the conditions and procedures stipulated in this Regulation, as well as the instructions of the Voting Committee and the Chairperson the General Meeting.

**CHAPTER II**

**REGULATIONS ON THE NOMINATION AND CANDIDACY OF BOD  
AND BOS MEMBERS FOR THE 2025 – 2030 TERM**

**Article 3: Number and Qualifications of BOD Members**

- 3.1. The number of BOD members to be elected is 04.
- 3.2. Qualifications and Requirements for BOD Members.

BOD members must meet the qualifications required for BOD members as stipulated in Article 155 of the 2020 Law on Enterprises and this Regulation, specifically as follows:

- Possess full civil act capacity and not fall under the categories prohibited from managing enterprises as stipulated in Clause 2, Article 17 of the Law on Enterprises and other relevant laws
- Possess professional qualifications and experience in business management, especially in the Company's field, and are not necessarily required to be a shareholder of the Company;

- May concurrently serve as a member of the BOD of another company but must not hold a BOD position in more than five joint-stock companies at the same time;
- A BOD member must not be the spouse, biological or adoptive parent, biological or adopted child, biological sibling, brother-in-law, sister-in-law of the General Director or other executives of the Company; and must not be a related person of a manager or a person with the authority to appoint managers of the parent company.

The standards for independent members of the Board of Directors are stipulated in Clause 2, Article 151 of the Law on Enterprises.

#### **Article 4. Number and Qualifications of BOS Members**

4.1. The number of BOS members to be elected is 03.

4.2. The Supervisors must meet the qualifications for Supervisors as stipulated in Article 168 of the 2020 Law on Enterprises and in this Regulation, specifically as follows:

- Have full civil act capacity and not be prohibited from establishing and managing enterprises as prescribed by the Law on Enterprises;
- Be an auditor or an accountant;
- Not be the spouse, biological father, adoptive father, biological mother, adoptive mother, biological child, adopted child, biological sibling of any member of the BOD, the General Director, or other managers of the Company;
- Not hold any managerial positions in the Company;
- Not necessarily be a shareholder or an employee of the Company;
- Not be part of the Company's accounting or finance department;
- Not be a member or an employee of an independent auditing firm that has audited the Company's financial statements in the past three (03) consecutive years;
- The Chief of the BOS must have expertise in accounting (have been trained in accounting and have practical experience to understand accounting both theoretically and practically).

#### **Article 5. Right to Nominate and Candidacy for Membership in the BOD and BOS**

5.1. Shareholders holding at least 10% of the total voting shares continuously for at least six (06) months have the right to pool their voting rights to nominate candidates for the BOD and the BOS. The number of candidates each group is entitled to nominate depends on the number of candidates determined by the General Meeting of Shareholders and the shareholding ratio of each group. Shareholders or groups of shareholders holding voting shares continuously for at least six (06) months (as of the shareholder record date on March 18, 2025) shall have this right.

- a. Shareholders holding from 10% to less than 20% of the total voting shares may nominate up to one (01) candidate;
- b. Shareholders holding from 20% to less than 30% of the total voting shares may nominate up to two (02) candidate;
- c. Shareholders holding from 30% to less than 50% of the total voting shares may nominate up to three (03) candidate.;
- d. Shareholders holding from 50% to less than 65% of the total voting shares may nominate up to four (04) candidate.;



- e. Shareholders holding 65% or more of the total voting shares may nominate the full number of candidates.

Self-nominated and nominated individuals (hereinafter referred to as "candidates") must submit a valid and timely application in accordance with regulations.

5.2. In case the number of candidates for the BOD through nominations is still insufficient, the remaining candidates shall be nominated by the Presidium or other shareholders.

#### **Article 6. Nomination and Candidacy Dossier for Election to the BOD and the BOS:**

6.1. Nomination and Candidacy Dossier for Election to the BOD and the BOS includes:

- a. Application for candidacy or nomination for the Board of Directors/Supervisory Board;
- b. Candidate's self-declared curriculum vitae with a photo attached;
- c. Certified copy of ID card/Citizen ID/Passport;
- d. Certified copy of permanent residence book (or long-term temporary residence registration);
- e. Certified copy of diplomas, degrees, and certificates proving educational and professional qualifications;
- f. Power of attorney and/or group meeting minutes (if the candidate is authorized by a shareholder group to run for election).

6.2. The nomination and candidacy dossier must be submitted to Sacom Real Estate Joint Stock Company no later than 16:00 on April 18, 2025, at the following address:

- General Meeting of Shareholders Organization Committee - Sacomland Corporation (*Mr Nguyễn Hữu Minh Lộc – Board Secretary*)
- Address: 127 Ung Văn Khiêm, Ward 25, Bình Thạnh District, Ho Chi Minh City
- Phone: (84-028) 35120002
- Email: ptc@samland.com.vn

In case the dossier is submitted as a scanned copy, the original documents must be provided when registering for the General Meeting before it begins.

Only nomination/candidacy dossiers that meet the nomination and candidacy requirements, and candidates who satisfy the corresponding eligibility criteria for the BOD and BOS members, will be included in the list of candidates announced at the GMS

### **CHAPTER III**

#### **ELECTION OF BOARD OF DIRECTORS AND BOARD OF SUPERVISORS MEMBERS FOR THE 2020-2025 TERM**

##### **Article 7. Selection of Candidates**

Based on the nomination and candidacy applications submitted by shareholders and shareholder groups, along with the supporting documents of the candidates, the General Meeting Organization Committee will compile a list of candidates who meet the eligibility criteria for election as members of the BOD and Supervisors.

## Article 8. Election Principles

The election of BOD and BOS members shall be conducted based on the following principles:

- Compliance with the prevailing laws on enterprises in Vietnam;
- Ensuring transparency, democracy, and the legitimate rights of all shareholders.

## Article 9. Eligible Voters

Eligible voters at the GMS are shareholders who own shares or individuals authorized by shareholders to attend the meeting (as per the Company's shareholder list as of **March 18, 2025**) and are present at the General Meeting.

## Article 10. Election Format and Method

- 10.1. The election of BOD and BOS members of Company will be conducted directly through secret ballot at the General Meeting using the cumulative voting method.
- 10.2. After the General Meeting approves the list of candidates for the BOD and the BOS and the election procedures, each delegate attending the meeting will receive two (02) ballots from the Organization Committee: one (01) ballot for electing BOD members and one (01) ballot for electing BOS members. Delegates are responsible for verifying the information on their ballots and must immediately report any errors to the Organization Committee.
- 10.3. The ballot clearly lists the candidates in alphabetical order, includes the delegate's code, the number of shares owned and/or represented, the number of voting rights, and bears the Company's official stamp.
- 10.4. Each shareholder has a total number of voting rights equivalent to the total number of shares they own (including both owned and/or authorized shares) multiplied by the number of BOD or BOS members to be elected. The specific formula is as follows:

### (i) Election of BOD Members:

$$\text{Total number of voting rights} = \frac{\text{Total number of voting shares}}{\text{Number of BOD members to be elected}} \times \text{Number of BOD members to be elected}$$

### (ii) Election of BOS Members:

$$\text{Total number of voting rights} = \frac{\text{Total number of voting shares}}{\text{Number of BOS members to be elected}} \times \text{Number of BOS members to be elected}$$

- 10.5. Shareholders have the right to allocate all their total voting rights to a single candidate or distribute them among multiple candidates.
- 10.6. The total number of voting rights allocated to candidates by a shareholder must not exceed the shareholder's total allowable voting rights (calculated as the number of shares owned multiplied by the number of members to be elected).

## Article 11. Election Organization and Supervision

### 11.1. Ballot Counting Committee ("BCC"):

- a. The organization and supervision of the election shall be carried out by the Election and Ballot Counting Committee on behalf of the GMS in accordance with the provisions of this Regulation;
- b. The Election and Ballot Counting Committee consists of one (01) Head and other members, who are approved by the GMS through voting based on the Chairperson's proposal;

- c. Members of the Election and Ballot Counting Committee must not be included in the list of nominees or candidates for the BOD or the BOS;
- 11.2. The Election and Ballot Counting Committee must ensure integrity, objectivity, and confidentiality in the vote counting and election process.
- 11.3. Duties of the Election and Ballot Counting Committee:
- a. Verify and announce the list of candidates for the BOD and the BOS;
  - b. Communicate the election regulations and provide voting instructions to shareholders;
  - c. Distribute and collect ballots;
  - d. Inspect and supervise the voting process of shareholders and their representatives;
  - e. Conduct vote counting, prepare the vote-counting report, and announce the results to the GMS;
  - f. Hand over the vote-counting report and all ballots to the Secretary of the General Meeting;
  - g. Collaborate with the Presidium to review and resolve any complaints or accusations regarding candidates or election results (if any) and report them to the GMS for a decision;
  - h. Perform other related duties as required.

The Election and Ballot Counting Committee shall be fully responsible before the law and the GMS for complying with this Regulation and ensuring the accuracy of the vote-counting results.

## **Article 12. Ballot and Voting process**

### **12.1. Ballot:**

- a. The ballot is issued by Sacomland Corporation, uniformly printed, stamped with the Company's official seal, and includes the shareholder code, total owned/authorized shares, and total voting rights;
- b. Shareholders or authorized representatives will receive one (01) ballot for electing BOD members and one (01) ballot for electing BOS members, based on their attendance code (owned and authorized shares);
- c. Shareholders or their representatives must check the information on the ballot upon receipt. If there are any errors, they must immediately notify the Election and Ballot Counting Committee to receive a replacement ballot.

### **12.2. Voting Instructions:**

- a. Shareholders or their authorized representatives may vote for a maximum number of candidates equal to the number of Board of Directors (BOD) members to be elected.
- b. If a shareholder or their authorized representative chooses to concentrate all their votes on one candidate or distribute their votes equally among multiple candidates, they must mark the "Equal Vote Distribution" box for the corresponding candidates. In this case, all votes will be allocated to a single candidate (if only one is selected) or evenly distributed among the selected candidates (if multiple candidates are chosen).

If the "Equal Vote Distribution" box is marked, the total number of votes will be evenly divided among the selected candidates. The number of votes each candidate receives will be rounded down to the nearest whole number, and any remaining decimal fraction will be automatically disregarded.

- c. If a shareholder or their authorized representative wishes to distribute votes unevenly among multiple candidates, they must enter the exact number of votes in the "Number of Votes" box

for each selected candidate. For candidates not selected, shareholders or their authorized representatives must enter "0" or cross out the "Number of Votes" column.

- d. If a delegate both marks the "Equal Vote Distribution" box and enters a specific number of votes in the "Number of Votes" box, the result will be determined based on the number of votes recorded in the "Number of Votes" box.
- e. The total number of votes cast for candidates by a shareholder or their authorized representative must not exceed the total number of votes allowed for that shareholder or representative (calculated as the number of shares owned multiplied by the number of members to be elected).
- f. In case of an error in the ballot, the shareholder must request the Organizing Committee to issue a new ballot.

The shareholder or their authorized representative must sign and print their full name on the ballot to confirm its validity

12.3. A ballot is considered valid if it meets the following conditions:

- a. The ballot is cast for candidates listed in the approved candidate list and within the number of board members to be elected as approved by the GMS.
- b. The total number of votes cast is less than or equal to the total number of voting rights allowed for the shareholder (calculated as the number of shares owned multiplied by the number of board members to be elected).
- c. The ballot does not fall under the cases specified in Clause 11.4 of this Article

12.4. A ballot is considered invalid if it falls into any of the following cases:

- a. The ballot is not issued by Sacomland Corporation and/or does not bear the company's official stamp.
- b. The ballot contains erasures, corrections, or additional content not in accordance with the regulations (if a mistake is made, the shareholder must request a new ballot).
- c. The ballot contains additional names or names that are incorrect or not included in the list of candidates approved by the GMS before the voting process.
- d. The total number of votes cast for candidates exceeds the total number of voting rights allowed for the shareholder (including both owned and authorized voting rights).
- e. The ballot is not signed and does not include the full name of the shareholder or the authorized representative.
- f. The ballot contains votes for more candidates than the number of positions available.
- g. The ballot does not indicate the number of votes cast for any candidate.

### **Article 13. Voting and Vote Counting**

- 13.1. Voting begins once the distribution of ballots is completed and ends when the last shareholder casts their vote into the ballot box.
- 13.2. The Election and Ballot Counting Committee shall inspect the ballot box in the presence of shareholders before voting commences.
- 13.3. Shareholders shall only cast their votes into a sealed ballot box under the supervision of the Election and Ballot Counting Committee.

13.4. Vote counting shall be conducted by the Election and Ballot Counting Committee in the voting room immediately after voting concludes. Before opening the ballot box, the committee must record, document, and seal all unused ballots. The Election and Ballot Counting Committee shall not make any erasures or corrections on the ballots.

#### **Điều 14. Principles for Determining Election Results**

14.1. The elected members of the Board of Directors shall be determined based on the number of votes received, ranked from highest to lowest, starting with the candidate who receives the most votes until the required number of members, as approved by the General Meeting of Shareholders, is fulfilled.

14.2. In the event that two or more candidates receive the same number of votes for the final Board of Directors position, the candidate who owns or represents shareholders owning a greater number of shares shall be selected. If the number of shares owned or represented is also equal, or if none of the tied candidates are shareholders of the Company, a re-vote shall be conducted among those candidates to determine the final selection.

#### **Điều 15. Preparation and Announcement of the Vote Counting Minutes**

15.1. After vote counting is completed, the Election and Ballot Counting Committee must prepare the Vote Counting Minutes.

15.2. The Vote Counting Minutes must include the following key details:

- a. The time and location of the preparation of the Vote Counting Minutes;
- b. The composition of the Election and Ballot Counting Committee;
- c. The purpose and content of the voting process;
- d. The total number of shareholders present and authorized representatives participating in the election at the General Meeting; the total number of votes cast, distinguishing between valid and invalid votes, along with an appendix listing the shareholders who participated in the election;
- e. The election results;
- f. The signatures of the members of the Election and Ballot Counting Committee.

15.3. The full text of the Vote Counting Minutes must be announced by the Election and Ballot Counting Committee before the General Meeting and recorded in the General Meeting's Resolution

#### **Article 16. Right to Question**

Shareholders or authorized representatives of shareholders have the right to question and file complaints regarding the election and vote counting process. The Chairperson of the General Meeting and the Election and Ballot Counting Committee are responsible for explaining and clarifying the shareholders' questions and concerns, which must be recorded in the minutes of the GMS.

#### **Article 17. Effectiveness of the Regulation**

This Regulation takes effect immediately after approval by the GMS and is applicable only to the nomination, candidacy, and election of members of the BOD and Supervisory Board for the 2025–2030 term at the 2025 Annual GMS of Sacomland Corporation.

**Recipients:**

- *As above;*
- *BOD, BOS;*
- *Organizing committee;*
- *Archive..*

**On Behaft of ORGANIZING COMMITTEE  
HEAD OF THE COMMITTEE**

*(Signed)*

**NGUYỄN THU HẰNG**

## **PROPOSAL**

***Subject : Introduction of the list of candidates for election to the Board of Directors  
and the Board of Supervisors for the 2025–2030 term***

**To: THE ANNUAL GENERAL MEETING OF SHAREHOLDERS IN 2025  
SACOMLAND CORPORATION**

### **Legal basis:**

- Law on Enterprises no.59/2020/QH14 dated June 17, 2020;
- Law on Securities no.54/2019/QH14 dated November 26, 2019; and the attached documents;
- Charter on Organization and Operation of Sacomland Corporation;

As of 4:00 p.m. on April 10, 2025, the Organizing Committee of the 2025 Annual General Meeting of Shareholders (“AGM”) of Sacomland Corporation had received:

- ❖ **01 (one)** nomination document for **04 (four)** candidates for election to the Board of Directors (“BOD”) of Sacomland Corporation for the 2025–2030 term.
- ❖ **01 (one)** nomination document for **03 (three)** candidates for election to the Board of Supervisors (“BOS”) of Sacomland Corporation for the 2025–2030 term.

Accordingly, the BOD respectfully submits to the 2025 AGM the detailed and legally compliant nomination dossiers for the election of members to the BOD and the BOS of Sacomland Corporation for the 2025–2030 term, as follows

### **I. Candidate for Member of the Board of Directors**

Institutional Shareholder: SAM Holdings JSC, currently holding 67.345.246 shares, equivalent to 85.71% of the total voting shares of Sacomland Corporation, has nominated the following individual(s) to stand for election as member(s) of the BOD of Sacomland Corporation for the 2025–2030 term.

1. Ms: NGUYỄN THU HẰNG - nominate Independent Board Member
2. Mr: TRẦN VIỆT ANH
3. Mr: PHƯƠNG QUỐC VĨNH
4. Mr: LÊ NGUYỄN MINH QUANG

### **II. Candidate for Member of the Board of Supervisors**

Institutional Shareholder: SAM Holdings JSC, currently holding 67.345.246 shares, equivalent to 85.71% of the total voting shares of Sacomland Corporation, has nominated the following individual(s) to stand for election as member(s) of the BOS of Sacomland Corporation for the 2025–2030 term.

1. Bà: VÕ NỮ TỪ ANH
2. Ông: LÊ VĂN MINH

3. Ông: ĐẶNG VĂN TUYỀN

The Board of Directors of Sacomland Corporation respectfully submits to the 2025 Annual General Meeting of Shareholders for approval of the list of candidates for election to the Board of Directors and Supervisory Board for the 2025-2030 term with full valid nomination documents as above.

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

**Recipients:**

- *As above;*
- *BOD, BOS;*
- *Organizing committee;*
- *Archive.*

**On Behalf of THE BOARD OF DIRECTORS  
CHAIRMAN**

*(Signed)*

**NGUYỄN THU HẰNG**



TP.HCM, 11/04/2025

## **LIST OF CANDIDATES FOR ELECTION TO THE BOARD OF DIRECTORS AND THE BOARD OF SUPERVISORS FOR THE 2025–2030 TERM**

Pursuant to the Company's Charter, as of 4:00 PM on April 10, 2025, the Secretariat of the 2025 Annual General Meeting of Shareholders has received valid nomination dossiers submitted by shareholders for candidates to be elected as members of the Board of Directors and the Board of Supervisors of Sacomland Corporation for the 2025–2030 term, including the following candidates for the Board of Directors and the Board of Supervisors:

### **I. List of Candidates for Election to the Board of Directors ("BOD") for the 2025–2030 Term:**

#### **1. Ms: NGUYỄN THU HẰNG**

- Citizen ID No:
- Address:
- Qualification: Master of Business;
- Number of shares currently held in the Company, including:
  - + Ownership Representative: None
  - + Individual shareholder: 111 shares

#### **2. Mr: TRẦN VIỆT ANH**

- Citizen ID No
- Address:
- Qualification: Master of Economics;
- Number of shares currently held in the Company, including:
  - + Ownership Representative: None
  - + Individual shareholder: None

#### **3. Mr: PHƯƠNG QUỐC VĨNH**

- Passport No :
- Address:
- Qualification: Construction Engineer;

- Number of shares currently held in the Company, including:
  - + Ownership Representative: None
  - + Individual shareholder: None

**4. Mr: LÊ NGUYỄN MINH QUANG**

- Citizen ID No:
- Address
- Qualification: PhD in Civil Engineering
- Number of shares currently held in the Company, including:
  - + Ownership Representative: None
  - + Individual shareholder: None

**II. List of Candidates for Election to the Board of Supervisors (“BOS”) for the 2025–2030 Term:**

**1. Bà: VÕ NỮ TỪ ANH**

- Citizen ID No: \_\_\_\_\_ :
- Address:
- Qualification: Bachelor of Accounting;
- Number of shares currently held in the Company, including:
  - + Ownership Representative: None
  - + Individual shareholder: None

**2. Ông: LÊ VĂN MINH**

- Citizen ID No
- Address:
- Qualification: Bachelor of Business Administration - Foreign Trade, Bachelor of Economic Law, Bachelor of Accounting;
- Number of shares currently held in the Company, including:
  - + Ownership Representative: None
  - + Individual shareholder: None

**3. Ông: ĐẶNG VĂN TUYỂN**

- Citizen ID No: \_\_\_\_\_ :
- Address:
- Qualification: Master of Finance and Banking;
- Number of shares currently held in the Company, including:
  - + Ownership Representative: None
  - + Individual shareholder: None

**Nơi nhận:**

- *The Board of Directors, The Board of Supervisors*
- *Secretary of the Board of Directors*

**On Behalf of THE BOARD OF DIRECTORS  
CHAIRMAN**

***(Signed)***

**NGUYỄN THU HẰNG**