



Hanoi,

2024

(Form)

INVITATION LETTER

TO THE 2024 ANNUAL GENERAL MEETING OF SHAREHOLDERS

To: Shareholder

Legal paper (ID/Passport/POA) No.:

Address:

Phone number:

Shareholder code:

VINGROUP JOINT STOCK COMPANY

Business registration No.: 0101245486

Headquarters' address: No.7 Bang Lang 1, Vinhomes Riverside Ecological Urban Area, Viet Hung Ward, Long Bien District, Hanoi

The Board of Directors of Vingroup Joint Stock Company ("Vingroup") would like to make the following announcement:

I. Convening of the 2024 Annual General Meeting of Shareholders (the "AGM"):

- Time: **9:00 AM, Thursday, April 25, 2024**
- Venue: **Almaz Convention Center, Hoa Lan Street, Vinhomes Riverside Eco-Urban Area, Phuc Loi Ward, Long Bien District, Hanoi, Vietnam**
- Attendants: Shareholders recorded on the Shareholder Register as of March 25, 2024 provided by the Vietnam Securities Depository and Clearing Corporation are eligible to attend the 2024 Annual General Meeting of Shareholders.

II. Timeline for registration, attendance confirmation and feedback to the AGM's documents:

To facilitate the organization of the AGM, shareholders are requested to kindly confirm the attendance and give feedback to the AGM's agenda either by phone at: **(84-24) 3974 9999 - ext. 9751** (Ms. Ngo Thi Nguyet) or fax: **(84-24) 3974 8888** or email: v.nguyetnt1@vingroup.net before **4:30 PM on April 22, 2024**.

We look forward to welcoming you to the AGM.

Notes:

- Shareholders are responsible for their own travel and accommodation costs;
- Please bring your Invitation Letter, ID card/Passport, Power of Attorney (for individuals holding Shareholders' proxy to attend the AGM)¹;
- Meeting materials for the AGM are disclosed and can be downloaded on Vingroup's website via <http://www.vingroup.net> in the Investor Relations/Information Disclosure/Annual General Meeting of Shareholders section.

ON BEHALF OF THE BOARD OF DIRECTORS**CHAIRMAN***(signed)***PHAM NHAT VUONG**

¹ Proxies must present a Power of Attorney under the form issued by Vingroup or a Power of Attorney established in accordance with the Civil Law, which must clearly state the name of authorized individual or organization and the number of authorized shares. The proxies without a valid Power of Attorney are not allowed to attend the Annual General Meeting of Shareholders under all circumstances.



THE SOCIALIST REPUBLIC OF VIETNAM

Independence - Freedom - Happiness

POWER OF ATTORNEY¹

TO ATTEND ANNUAL GENERAL MEETING 2024

VINGROUP JOINT STOCK COMPANY

(Form for Individual Shareholders)

To: The Organizing Committee of the Annual General Meeting of Vingroup Joint Stock Company

Today / /2024, at.....

My name is:

ID/Passport Number:

Date of issue:Place of issue:

Address:

I am currently holding:shares in Vingroup Joint Stock Company.

I hereby give power of attorney to:

Mr./Ms.

Title:

ID/Passport Number:

Date of issue:Place of issue:.....

Address:

Mr./Ms.....as the representative ofshares owned by me, and shall on my behalf attend the 2024 Annual General Meeting of Vingroup Joint Stock Company to exercise shareholder rights and obligations with respect to the number of the authorized shares in accordance with the law.

This Power of Attorney shall only be valid for the 2024 Annual General Meeting of Vingroup Joint Stock Company.

Proxy

(Signature and full name)

Principal

(Signature and full name)

¹Proxies must present their ID/ passport together with a Power of Attorney under the form issued by Vingroup or a Power of Attorney established in accordance with the Civil Code. The proxies without a valid Power of Attorney are not allowed to attend the Annual General Meeting under all circumstances.



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POWER OF ATTORNEY¹

TO ATTEND ANNUAL GENERAL MEETING 2024

VINGROUP JOINT STOCK COMPANY

(Form for Institutional Shareholders)

To: The Organizing Committee of the Annual General Meeting of Vingroup Joint Stock Company

Today, on/...../ 2024, at

Name of the Institution:

Represented by Mr./Ms.: Title:

Business Registration Certificate/Ownership Registration No.: Date of issue:

Place of issue:

Address:

We are currently holding: shares in Vingroup Joint Stock Company.

We hereby give power of attorney to:

Mr./Ms.

Title:

ID/Passport Number: Date of issue:

Place of issue:

Address:

Mr./Ms. as the representative of shares owned by us, and shall on our behalf attend the 2024 Annual General Meeting of Vingroup Joint Stock Company to exercise shareholder rights and obligations with respect to the number of the authorized shares in accordance with the law.

This Power of Attorney shall only be valid for the 2024 Annual General Meeting of Vingroup Joint Stock Company.

Proxy

(Signature and full name)

Principal

(Signature, full name, and stamp)

¹ Proxies must present their ID/ passport together with a Power of Attorney under the form issued by Vingroup or a Power of Attorney established in accordance with the Civil Code. The proxies without a valid Power of Attorney are not allowed to attend the Annual General Meeting under all circumstances.

**AGENDA OF THE 2024 ANNUAL GENERAL MEETING
VINGROUP JOINT STOCK COMPANY**



Time: 9:00 AM, Thursday, April 25, 2024

Venue: Almaz Convention Center, Hoa Lan Street, Vinhomes Riverside Ecological Urban Area, Phuc Loi Ward, Long Bien District, Hanoi, Vietnam.

Time	Description	Chaired by
08:30 AM – 09:00 AM	Shareholder registration & distribution of meeting materials	Organizing Committee
09:00 AM – 09:05 AM	Shareholder Eligibility Verification Report	MC
09:05 AM – 09:10 AM	Introduction of the Annual General Meeting of Shareholders (“AGM”) Chairperson and Presiding Committee	MC
09:10 AM – 09:15 AM	Opening ceremony, nomination of the AGM Secretaries, and election of the Vote Counting Committee	Presiding Committee
09:15 AM – 09:20 AM	Approval of the regulations on the organization and operation of the AGM 2024	
09:20 AM – 09:25 AM	Approval of the meeting agenda	Presiding Committee
09:25 AM – 10:00 AM	Presentation of reports and proposals:	
	1. Report of the Board of Directors (“BOD”) in 2023.	Presiding Committee
	2. BOD's proposal regarding the 2023 business performance and the 2024 business plan.	
	3. Report of the Supervisory Board in 2023.	Head of the Supervisory Board
	4. Proposal on the 2023 financial performance in accordance with FY2023 audited financial statements.	Presiding Committee
	5. Proposal on the appropriation plan for the accumulated undistributed earnings as of year-end 2023.	
	6. Proposal on the remuneration for members of the BOD and the Supervisory Board.	
	7. Proposal on the selection of an independent audit firm.	
	8. Proposal on supplement to the new business line(s).	
	9. Proposal on amendments and supplements to the Company Charter.	
	10. Proposal on listing of bonds in case of public offerings.	
	11. Other issues (if any).	
10:00 AM – 10:20 AM	Discussion	Presiding Committee
10:20 AM – 10:45 AM	Guidance and voting on reports and proposals	Vote Counting Committee
	Vote counting	
10:45 AM – 11:00 AM	Tea break	
11:00 AM – 11:15 AM	Announcement of the results of vote counting	Vote Counting Committee
	Approval of the AGM's Minutes and Closing	Presiding Committee

Please note that the agenda may be amended and supplemented until the date of the AGM.



Hanoi, April , 2024

**REGULATIONS ON THE ORGANIZATION AND OPERATION
OF THE 2024 ANNUAL GENERAL MEETING OF SHAREHOLDERS**

**CHAPTER I
GENERAL PROVISIONS**

Article 1: Scope and applicability

- 1.1 These Regulations shall apply to the organization of the 2024 Annual General Meeting of Shareholders (hereinafter referred to as the “**Meeting**” or “**AGM**”) of Vingroup Joint Stock Company (hereinafter referred to as “**Vingroup**”);
- 1.2 These Regulations set forth provisions on the rights and obligations of shareholders, proxies, and relevant parties participating in the Meeting, and on conditions and procedures of the Meeting;
- 1.3 Shareholders or proxies attending the Meeting and relevant parties shall be responsible for complying with these Regulations.

**CHAPTER II
RIGHTS AND OBLIGATIONS OF AGM PARTICIPANTS**

Article 2: Rights and obligations of shareholders or their proxies

2.1 Eligibility for attendance at the AGM:

Participants must be shareholders, or their proxies as confirmed in writing by one or more shareholders whose names are in the Shareholder Register that exercise the right to attend the AGM of Vingroup on the record date.

2.2 Shareholders’ rights with regards to the AGM:

- a. Shareholders have the right to participate in the AGM or authorize in writing for another person to represent them as a proxy at the AGM;
- b. Shareholders and proxies have the right to discuss and vote on all matters within their rights in accordance with the Law on Enterprises, other related legislative documents, and the Vingroup’s Charter;
- c. The Organizing Committee shall provide the Shareholders and proxies with a AGM agenda and related materials;
- d. Each shareholder or proxy attending the Meeting will receive a Voting Card, or use an access account provided by the Organizing Committee to log in to the system to perform electronic voting (in case Vingroup applies information technology to the organization of the AGM);
- e. Any shareholder or proxy arriving late at the AGM before the end of the AGM is entitled to register and vote on the matters yet to be presented or voted. The Chairperson of the Meeting is not obligated to pause the Meeting and the previously voted matters shall not be affected.

2.3 Shareholders’ obligations with regard to the AGM:

- a. Shareholders and proxies must bring their identity card or passport, invitation letter, and valid power of attorney (in the case of authorization or proxies) to the Meeting and register with the Shareholder Eligibility Verification Committee;
- b. Shareholders are responsible for keeping the access account and other identifiers provided by Vingroup to ensure that only shareholders have the right to participate in electronic voting on the system. In case a shareholder is authorized to attend the AGM and vote electronically for another individual/organization, the shareholder and the authorized person are responsible for the authorization and e-voting results of the granted access account.
- c. All participants must not cause disruption to or disturbance during the AGM;
- d. All voice recordings or images taken during the AGM must be publicly disclosed and are subject to the approval of the Meeting's Chairperson;
- e. All opinions spoken and votes cast shall be made appropriately in accordance with the Organizing Committee's guidance. The Chairperson's instructions at the AGM shall be respected;
- f. All participants must strictly adhere to these regulations and respect the results of the Meeting;
- g. All shareholders shall provide information on related persons or persons with interests related to shareholders as requested by Vingroup.

Article 3: Rights and obligations of the Shareholder Eligibility Verification Committee

- 3.1 The Shareholder Eligibility Verification Committee shall consist of 01 (one) head and other committee members and will be responsible to perform the following tasks:
 - a. Verifying shareholder and proxy's eligibility: Request shareholders or proxies participating in the AGM as well as invited guests to present their ID cards/passports, invitation letters, and power of attorney (in case of proxy);
 - b. Handing out ballots and AGM documents to shareholders and proxies; Ballots, voting cards, and other relevant meeting documents or instructions for shareholders to log into the electronic shareholder eligibility verification system when the AGM is happening;
 - c. The Shareholder Eligibility Verification Committee shall use login information from the access accounts of shareholders to determine the number of shareholders attending the AGM.
 - d. Reporting shareholder eligibility verification results to the AGM:
 - + Prior to the AGM begins;
 - + Prior to each voting session at the AGM
 - e. Identifying related shareholders who do not have voting rights based on the information obtained by the Shareholder Eligibility Verification Committee or as provided by shareholders.
- 3.2 The Shareholder Eligibility Verification Committee may form a support team to assist in performing its tasks and apply information technology to perform its tasks.

Article 4: Rights and Obligations of the Vote Counting Committee

- 4.1 The Vote Counting Committee consists of one (01) head and committee members, nominated by the AGM's Chairperson and approved by the AGM to conduct the vote counting at the Meeting.
- 4.2 The Vote Counting Committee is responsible for providing guidance to shareholders on the use of

ballots, and voting methods in electronic form at the AGM.

- 4.3 The Vote Counting Committee counts votes, determines, and excludes related shareholders having no voting rights (if any) from voting on each matter. In case the Vote Counting Committee are unable to identify the exact number of related shareholders having no voting rights (due to insufficient information, or insufficient or unclear statutory regulations), the votes of such shareholders shall still be counted. The fact that the shareholder(s), after voting, are considered as related shareholders having no voting rights does not affect the effectiveness of the resolution for which the shareholders participated in the voting, provided that the necessary number of votes (after removing the votes of the related shareholders) still meets the conditions for approval as prescribed by law.
- 4.4. The Vote Counting Committee is responsible for writing the Vote Counting Minutes and reporting the vote counting results to the AGM.
- 4.5 The Vote Counting Committee may form a support team to assist in performing its tasks and use information technology in vote counting.
- 4.6 The Vote Counting Committee shall be ultimately responsible for the accuracy and integrity of the released vote counting results.

Article 5: Rights and obligations of the AGM Chairperson, the Presiding Committee, and Secretary

- 5.1 The AGM shall be chaired by the Chairperson of the BOD or a BOD member authorized by the Chairperson.

If the Chairperson of the BOD is absent or unable to chair the Meeting or due to unexpected reasons, the BOD shall elect one among the other members to chair the Meeting based on majority voting. If the BOD fails to elect a Chairperson, the Head of the Supervisory Board shall lead the Meeting to elect a Chairperson, and the person that receives the highest number of votes shall be the Chairperson of the Meeting.

- 5.2 Unless specified in clause 5.1, the person who signed the notice to convene the AGM shall oversee the AGM's election of the Chairperson of the Meeting, and the person that receives the highest number of votes shall chair the meeting.
- 5.3 The AGM Chairperson appoints one or several secretaries for the AGM.
- 5.4 The AGM Chairperson's decisions regarding order, procedures, and matters arising beyond the approved agenda shall be the final decisions.
- 5.5 The AGM Chairperson has the right to implement necessary and reasonable measures to chair the Meeting in an appropriate and orderly manner in accordance with the approved program and allow the Meeting to reflect the wishes of the majority of participating shareholders.
- 5.6 At the Chairperson's discretion, the Meeting may be postponed or held at another time in another location (in compliance with the Law on Enterprises and Vingroup's Charter) if the Chairperson deems that:
 - a) The venue of the AGM is not large enough to provide seats for all participants;
 - b) The communication system at the AGM location is not appropriate for shareholders' attendance, discussion, and voting;
 - c) The behaviors of some participants cause disorder and disruptions that hinder the AGM from proceeding in a fair and lawful manner.
- 5.7 The Chairperson has the right not to respond to or to only note down comments and suggestions from shareholders if the content of such comments and suggestions are out of the scope of the approved agenda.

- 5.8 The Chairperson has the right to request that all AGM attendees be subject to security inspection or other legal and reasonable security measures, and ask a competent authority to maintain order at the AGM or expel from the Meeting anyone who shows signs of causing disorder, disobeying the Chairperson and the Presiding Committee, hampering the Meeting progress, or declining to follow the security inspection procedures at the Meeting.
- 5.9 The Presiding Committee consists of a number of BOD members and managing executives of Vingroup as appointed by the Chairperson. The Presiding Committee shall perform necessary tasks to assist the Chairperson in conducting the AGM.
- 5.10 The Secretary will record the minutes of the Meeting and perform other tasks as assigned by the Chairperson and the Presiding Committee. The Secretary may have one or several assistants.

CHAPTER III MEETING PROCEDURE

Article 6: AGM Quorum

- 6.1 The AGM shall proceed when shareholders and proxies represent more than 50% of the total voting shares (the “**Quorum**”). If a Quorum is not established within 60 minutes after the opening of the AGM per the agenda circulated to shareholders, the AGM will be deemed ineligible to proceed.
- 6.2 If the Meeting is deemed ineligible to proceed according to the above provision, the following Meeting shall be convened and conducted in accordance with Vingroup’s Charter and the Law on Enterprises.

Article 7: Conduct of the AGM

- 7.1 The AGM shall be conducted per the agenda approved by the AGM;
- 7.2 The AGM shall discuss and approve the matters on the agenda in the correct order in the form of voting as regulated in Article 10 of these Regulations;
- 7.3 The AGM shall be deemed closed after the Minutes of AGM have been approved.

Article 8: Approval of resolutions at the AGM

- 8.1 Resolutions of the Meeting shall be considered approved if passed by shareholders or their proxies representing at least 50% of the total voting shares of shareholders or proxies attending and voting at the Meeting;
- 8.2 Resolutions on the following matters shall be approved if they receive at least 65% affirmative votes from participating and voting:
- Classes of shares and the total number of shares in each class;
 - Additions or changes of business lines;
 - Organizational and management restructure;
 - Investment projects or sale of assets worth 50% or greater than 50% of total assets recorded in the latest financial statements of Vingroup;
 - Reorganization or dissolution of Vingroup;
 - Other cases as prescribed on Vingroup's Charter.

Article 9: Electronic voting

- 9.1 Shareholders use the Access Account provided by Vingroup to log into the System to conduct electronic voting.

- 9.2 Shareholders shall conduct electronic voting according to the instructions of the Organizing Committee at the AGM.
- 9.3 Shareholders with voting rights are shareholders who have registered to attend the AGM up to the time of voting and the number of these shareholders is the basis for calculating the percentage of shareholders' votes.
- 9.4 When the system closes the voting content, the shareholder has no right to change any voted matters. The shareholder's voting result is recorded in the system according to the Access Account as the final result, and no claim/complaint in connection with this outcome is allowed.
- 9.5 Voting results will be announced by the Vote Counting Committee at the AGM right after the votes are counted.

Article 10: Speaking opinions at the AGM

Shareholders or proxies attending the Meeting may speak their opinions by raising their ballots or registering. Based on the agenda, the Chairperson shall allot and arrange time for shareholders to express their opinions, the priority of which shall be given to shareholders who registered with opinions that are related to the agenda. Opinion contents should be brief and relevant to the topic under discussion.

Article 11: Minutes and Resolutions of the AGM

- 11.1. The contents of the AGM shall be documented in the minutes. The AGM's Chairperson and Secretary or another person who signed the AGM's Minutes are jointly liable for the truth and accuracy of the content of the minutes.
- 11.2. The minutes of the AGM shall be disclosed and approved by the AGM before it closes.
- 11.3. The minutes of the AGM, shareholders' eligibility verification report, vote counting minutes, and other materials recording the progress and results of the AGM must be archived at Vingroup's headquarters.
- 11.4. The minutes of the AGM will be published on Vingroup's website within twenty four (24) hours from the closing of the AGM;
- 11.5. The minutes of the AGM will form the basis for the AGM's resolutions.
- 11.6. Based on the results of the AGM, the Chairperson shall issue resolutions on matters approved at the AGM.

Article 12: Effectiveness of these Regulations

- 12.1 These regulations, consisting of three Chapters and twelve Articles, shall take effect immediately upon the AGM's approval.
- 12.2. Any amendments or supplements to these regulations must be proposed by the Chairman of the BOD and subsequently voted on and approved by the General Meeting of Shareholders.

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

PHAM NHAT VUONG



No: 01/2024/TT-HĐQT-VINGROUP

Hanoi, April 04, 2024

REPORT OF THE BOARD OF DIRECTORS

To: THE ANNUAL GENERAL MEETING OF SHAREHOLDERS

1. Business performance of Vingroup Joint Stock Company (“Vingroup” or the “Group”) in 2023

Throughout 2023, the global economy continued to grapple with numerous challenges, including lingering concerns about potential economic recession and ongoing political tensions in Eastern Europe and the Middle East. Despite these turbulences, Vietnam's GDP increased by 5.05% compared to the previous year. Notably, a robust recovery trend was observed in the fourth quarter of 2023, during which the economy expanded by 6.72% compared to the same period in the previous year, demonstrating positive momentum quarter over quarter. Inflation remained stable throughout 2023, with the average consumer price index (CPI) rising by 3.3%, equivalent to the average CPI growth rate recorded in 2022, and below the target level proposed by the National Assembly of 4.5%

Against this backdrop, in 2023, the Group's business segments have persevered in maintaining their prominent market positions, delivering commendable business performance. Notably, net revenue surged to VND 161,428 billion, increasing by 59% compared to the preceding year. Furthermore, Net profit after tax was VND 2,056 billion VND, comparable with the level of 2022. These two financial indicators reached 85% and 103%, respectively of the business plan set forth at the 2023 Annual General Meeting of Shareholders (“AGM”)

2. Activities of the Board of Directors (“BOD”)**2.1. General activities**

In 2023, despite global economic challenges and the aftermath of the Covid-19 pandemic, the Board of Directors adeptly responded to macroeconomic fluctuations, swiftly implementing governance measures to navigate the turbulent environment.

During 2023, the Board of Directors held a four online/offline meetings with 100% attendance rate. The Board issued 35 resolutions (including the solicitations of written opinions), approving important policies and changes that impacted the Group's operations and development orientation with the main contents as follows:

Contents	Number of Resolutions
Strengthening, reorganizing the corporate management and operational structure, establishing subsidiaries, and appointing authorized representatives to manage contributed capital in subsidiaries.	19 Resolutions
Fund raising in the form of debts, issuance of corporate bonds, pledging of assets	12 Resolutions
Other matters	4 Resolutions
Total	35 Resolutions

2.2. Supervision activities of the Board of Directors

In compliance with the provisions of the Charter, Management Regulations of Vingroup, other internal management regulations and current laws, the BOD has taken the following steps to supervise the performance of Management:

- Supervised the implementation of Vingroup development projects, investments, and business operations of the Group's affiliates;
- Ensured the proper preparation of 2023 financial statements; 2023 quarterly, semi-annual financial statements and 2023 Annual reports;
- Successfully directed the 2023 AGM on May 17, 2023;
- Led and directed the Board of Management to issue and list international bond in October 2023, to implement Employer Stock Ownership Plan ("ESOP"), and to restructure subsidiaries;
- Supervised the implementation of 2023 AGM's and BOD's Resolutions and reviewed management operation activities of the Board of Management;
- Presided over timely and transparent information disclosure; and
- Supervised the management activities of the Board of Management to enhance operational performance and achieve business targets.

3. Remuneration, operational cost and other benefits of the Board of Directors

Report of remuneration for the BOD in 2023 has been specified in details in *the BOD's proposal on 2024 remuneration* being submitted to the General Meeting of Shareholders.

In addition, the Group also applied certain benefits to members of the Board of Directors such as regular health check-up, health insurance, benefits when using the services of the Group subsidiaries.

4. Related party transactions

Approval procedures of transactions between related parties and the Group strictly comply with the provisions of the Law on Enterprises, Law on Securities, the Group's internal governance regulations, and Coordination process for approving transactions between the Group and Related Parties.

Transactions between the Group and related parties approved by the Board of Directors are reported and disclosed on the Corporate Governance Report 2023.

5. Independent DOD members' activities and assessment of the Board's activities

5.1. Activities of independent BOD members

The Group's Board of Directors consists of three independent members, including: (1) Mr. Chin Michael Jaewuk (2) Mr. Adil Ahmad and (3) Mr. Ronaldo Dy-Liacco Ibasco.

All three members possess solid professional qualifications, expertise, and extensive experience in key operational areas of the Group. Their valuable contributions significantly influenced the decisions made by the Board of Directors in 2023.

All three independent members of the Board fully participated in meetings and timely sent written ballots to decide related matters under the authority of the Board of Directors to ensure the Group's transparency, control of conflict of interests and protects the Group and its shareholders' interest.

5.2. Assessment of independent BOD members on the Board's activities

In 2023, the BOD swiftly adapted to the dynamic changes in business methodologies and models, prompted by the unstable global economic conditions and political conflicts in Eastern Europe and the

Middle East, among other domestic and global fluctuations.

The BOD promptly approved and issued Resolutions/Decisions within its authority to adjust the Group's management and business activities. Furthermore, it provided prompt direction and closely supervised the activities of the Board of Directors in implementing established goals, strategies, and business plans.

6. Report on the issuance of International Bonds and Convertible Bonds.

In 2023, the BOD approved the issuance plan for bonds to the international market ("**International Bonds**"), and 2023 AGM approved the listing of International Bonds on the Singapore Stock Exchange (SGX-ST). Subsequently, the Group successfully issued and listed one (01) tranche of International Bonds, ensuring full compliance with relevant legal regulations.

At the 2023 AGM, the BOD submitted Proposal No. 11/2023/TTr-VINGROUP dated April 25, 2023, outlining proposed bond issuance plan, fund usage plan from the bond offering, and related tasks ("**Issuance Plan**"). As per the Issuance Plan, the Group targeted to offer a maximum of VND 5,000 billion of convertible bond with multiple tranches (allowing bondholders to convert bonds into shares of Vingroup). The expected issuance period was within 12 months from the date of the 2023 AGM's Resolution (May 17, 2023). However, due to unfavorable market conditions in 2023, the Group did not proceed with the Issuance Plan.

7. Vingroup's 2024 Plan of Action

In 2023, Vingroup continued to implement its "Six Transformational Principles" to better align them with business needs and actual performance, to be rolled out at the Group and Subsidiary/affiliate levels, including Systemization – Empowerment – Standardization — Simplification — Automation – Optimization principles.

In 2024, Vingroup will further implement the aforementioned principles notwithstanding the rapid expansion of its operations and management organization in the Industrials & Technology pillar. The BOD has set the following four governance directions

1. The holding company model will be maintained and each subsidiary/affiliate will be more independent.
2. Pursue growth in both breadth and depth.
3. Effectiveness is emphasized. The "Six Transformational Principles" will continue to be reinforced in business management and operations.
4. Vingroup will prioritize internal training to ensure an adequate supply of well-trained staff members.

Respectfully submitted to the AGM for consideration and endorsement.

Thank you.

To:

- As stated above;

- Vingroup archives.

**FOR AND ON BEHALF OF
THE BOARD OF DIRECTORS**

(signed)

PHAM NHAT VUONG



VINGROUP JOINT STOCK COMPANY

THE SOCIAL REPUBLIC OF VIETNAM

Independence – Freedom – Happiness

No.: 02/2024/TTr-HĐQT-VINGROUP

Hanoi, April 04, 2024

PROPOSAL OF THE BOARD OF DIRECTORS

(Re: 2023 business performance and the 2024 business plan of Vingroup)

To: THE ANNUAL GENERAL MEETING OF SHAREHOLDERS

I. 2023 business performance of Vingroup Joint Stock Company (“Vingroup” or the “Group”) (according to 2023 audited consolidated Financial statements in accordance with Vietnamese Accounting Standards)

Throughout 2023, the global economy continued to grapple with numerous challenges, including lingering concerns about potential economic recession and ongoing political tensions in Eastern Europe and the Middle East. Despite these turbulences, Vietnam's GDP increased by 5.05% compared to the previous year. Notably, a robust recovery trend was observed in the fourth quarter of 2023, during which the economy expanded by 6.72% compared to the same period in the previous year, demonstrating positive momentum quarter over quarter. Inflation remained stable throughout 2023, with the average consumer price index (CPI) rising by 3.3%, equivalent to the average CPI growth rate recorded in 2022, and below the target level of 4.5% proposed by the National Assembly.

Against this backdrop, in 2023, the Group's business segments have persevered in maintaining their prominent market positions, delivering commendable business performance. Notably, net revenue surged to VND 161,428 billion, increasing by 59% compared to the preceding year. Furthermore, Net profit after tax was VND 2,056 billion, comparable with the level of 2022. These two financial indicators reached 85% and 103%, respectively of the business plan set forth at the 2023 Annual General Meeting of Shareholders (“AGM”).

In the **Industrials – Technology** pillar, *VinFast*'s official ringing of the opening bell at Nasdaq Stock LLC Stock Exchange marks a significant milestone for Vietnamese businesses. VinFast becomes a publicly listed company with global stature and access to international capital markets, which not only represents a historic achievement for Vingroup but also inspires Vietnamese businesses to confidently engage with the global arena.

In 2023, VinFast developed successfully a comprehensive electric vehicle lineup, ranging from mini cars to SUVs in the A-B-C-D-E segments. This lineup includes the VF 3, VF 5, VF 6, VF e34, VF 7, VF 8, and VF 9 models. Furthermore, at the Consumer Electronics Show (CES) 2024 held in January 2024, VinFast introduced the concept electric pickup truck – the VF Wild, designed for the mid-sized pickup truck segment.

Regarding *market development activities*, VinFast continued to expand into many new markets in 2023, and shifted from the capital-intensive, direct-to-consumer distribution model to a capital-light hybrid model. In North America, VinFast has ramping up its distribution network. As of March 8, 2024, VinFast received Letters of Intent from 84 dealers, with 148 points of sales across the United States. Among them, VinFast has signed agreements with 10 dealers to expand its sales network and provide after-sales services to North Carolina, Kansas, Texas, Florida, Connecticut, and New York.

VinFast continued to expand its presence by opening more showrooms in existing markets in Europe, while simultaneously venturing into nine additional international markets. The goal is to establish a presence in a minimum of 50 markets by 2024. Additionally, VinFast has signed Memorandum of Understanding to build factories in India and Indonesia.

VinFast now boasts 123 global showrooms, encompassing showrooms, VinFast service centers, and third-party dealers. VinFast customers have access to 800,000 charging points, including VinFast charging stations in Vietnam and charging points within partner networks in North America and Europe.

By the end of 2023, VinFast **delivered nearly 35,000 electric cars and over 72,000 electric scooters**, making its contribution to the green transformation.

Alongside VinFast's notable achievements, the Group's *Technology Division* has also made significant strides. MirrorSense, the world's first automatic mirror adjustment technology utilizing artificial intelligence (AI) developed by *VinAI*, received the Innovation Award Honoree in the Vehicle Tech and Advanced Mobility category at 2024 CES, showcasing a groundbreaking advancement in automotive technology. This accolade not only acknowledges MirrorSense's technological innovation but also underscores the Vietnamese brand's prominence and potential in the global technology market.

Furthermore, *VinBigData* has played a pivotal role in fostering a multi-application technology ecosystem. One notable contribution is the ViGPT product, which marks the debut of the “Vietnamese version of ChatGPT” designed for end users and built upon the Vietnamese Large Language Model (LLM) developed by VinBigData..

In the Trade & Services pillar, *Vinhomes* continued to solidify its reputation for quality and construction progress. By the end of 2023, it had successfully handed over nearly 29,000 apartments, villas, and commercial townhouses at Vinhomes Ocean Park 2 and Vinhomes Ocean Park 3 (five months after project launching). Sales and handover activities remained robust, leading to an adjusted revenue of VND 121.4 trillion, a remarkable 49% increase compared to 2022. Additionally, the value of contracts sales during the year and unbilled bookings reached VND 87.0 trillion and VND 99.7 trillion respectively, creating a solid foundation for revenue and profit growth in the future.

Vinhomes launched campaigns to enhance living standards for residents in its urban areas nationwide, offering a variety of privileges and community activities. This strategy anchors around the “all in one” fully integrated model which leverages Vingroup's ecosystem brands to create a premium, sustainable living environment.

In retail real estate, *Vincom Retail* continued to lead the market and to enhance service quality, offering trend-setting experiences to customers. The occupancy rate in 2023 reached 84.8%, showcasing an improvement over the previous period. This achievement can be attributed to the strategic positioning of existing shopping centers with brands which are tailored for the local markets, as well as the successful launch of events to stimulate shopping and extensive promotion across media channels. Furthermore, Vincom Retail has successfully delivered over 1,600 shophouses in projects across regions including Quang Tri, Dien Bien, and Cao Lanh. Notably, the company recorded a profit after tax of VND 4,409 billion in 2023, marking a significant 59% increase compared to 2022.

Vinpearl and *VinWonders* maintain their status as the premier hospitality and entertainment platform in Vietnam. Vinpearl has recovered to pre-Covid-19 levels by focusing on developing comprehensive “all-in-one” product packages tailored to each market and customer segment. Key product offerings include MICE, weddings, and long vacations. Strategic partnerships with leading operator like Meliá Hotels International and Marriott International have facilitated the delivery of premium-quality accommodation services to tourists visiting Vinpearl while tapping into new customer segments, helping to elevate Vietnamese tourism on the regional stage.

In the **Social Enterprise** pillar, *Vinmec* achieved numerous medical milestones, becoming the first private hospital in Vietnam to perform minimally invasive heart surgery and complex cardiovascular interventions. It also pioneered awake craniotomy for epilepsy treatment. Meanwhile, *Vinschool* added two campuses to the list of campuses accredited by the Council of International Schools (CIS), bringing the total to 10.

II. Project development

VinFast commenced construction of electric vehicle factories in North Carolina, USA, and Tamil Nadu, India

In July 2023, *VinFast* commenced construction on a 733-hectare electric vehicle factory project in North Carolina. The first phase of the factory will prioritize the production of electric vehicle models including, but not limited to, VF 8 and VF 9, aiming to meet market demand with a projected capacity of 150,000 vehicles per year.

In February 2024, *VinFast* broke ground on an electric vehicle factory in India spanning 160 hectares. The first phase of this factory is expected to have a capacity of 50,000 vehicles per year. *VinFast*'s expansion into India reflects its pursuit of growth opportunities in the world's most populous market.

Vinhomes and Vincom Retail jointly launched Grand World Hanoi.

In 2023, *Vinhomes* collaborated with *Vincom Retail* to introduce Grand World at the Vinhomes Ocean Park project complex, drawing 64,000 attendees. Welcoming the new year in 2024, the venue attracted nearly 160,000 attendees. Grand World's debut not only infused excitement into retail, tourism, and real estate sectors but also marked a significant advancement in utility infrastructure for the Eastern region of the Capital. For the first time in Hanoi, residents and tourists can enjoy a modern space featuring vibrant culinary, entertainment, and shopping activities year-round, enriching the city's lifestyle and enhancing community well-being.

To fulfill the dream of home ownership for millions through social housing under the Happy Home brand, *Vinhomes* commenced construction on two social housing projects in Hai Phong and Khanh Hoa in January 2024. In this endeavor, the company aims to foster civilized, modern cities, enhance quality of life, and redefine the concept of social housing, thereby contributing to social and economic stability in the respective localities.

Vinpearl broadened its strategic collaboration with premier hotel groups worldwide. VinWonders launched a series of entertainment events.

Vinpearl expanded its strategic partnership with Marriott International, adding seven hotels and resorts to the collaboration to offer guests a premium accommodation experience at Vinpearl resorts. This collaboration not only enhances Vietnamese tourism but also elevates the regional tourism industry by opening new avenues to reach and engage with diverse customer segments.

In 2023, *VinWonders* launched multiple large scale seasonal events, introducing the 8Wonder festival, staying ahead of global travel and entertainment trends. The festival features a series of activities spanning 53 days in Nha Trang, with the highlight of the inaugural super music festival 8Wonder featuring billion-view superstar Charlie Puth. Additionally, the Wake Up Festival showcased the 8Wonder Winter Festival and featured the iconic band Maroon 5. These events garnered millions of views and interactions, fostering the brands of *Vinpearl* and *VinWonders*.

III. 2024 business plan

2024 Action plan of Vingroup

In 2024, Vingroup will promote operations that transform its business and strengthen its three core pillars: Technology — Industrials, Trade & Services, and Social Enterprise. The Group continues to maintain a decentralized P&L model at its subsidiaries with an emphasis on efficiency and transparency and further promotes the implementation of the "Six Transformational Principles" to build a streamlined, multifunctional and robust governance mechanism. Specifically:

- Business development: Diversify the products and services of each business segment with the aim of delivering products of the highest quality, thereby diversifying revenue sources and driving customers' attachment to services and products in the ecosystem; applying technology to all activities to catch up with the world's general development trends and expand the export of industrial products.
- Source of investment capital: Diversify fund raising channels both domestically and internationally through a variety of financial instruments, effectively monitor returns on new investments, and match the availability of capital in the short-term and long-term with appropriate uses.
- Human resources management and corporate culture: Promote the role of leaders while building its leadership pool internally; build an effective, fair and civilized working environment; and further

improve the well-being of employees.

2024 Action plan for business segments

In 2024, *VinFast* shall focus on increasing sales and delivery, and cost optimization through product design, purchasing, and production.

VinFast plans to expand its distribution channels, leveraging local networks and agent expertise to reach approximately 400 sales points globally by the year's end. Additionally, *VinFast* aims to deliver new models in the US market, export cars to Europe, and commence distribution in Indonesia.

With a focus on cost optimization, VinFast is conducting research on design optimization to reduce material costs, while also enhancing sourcing and purchasing efficiency.

In the residential real estate, *Vinhomes* is gearing up for a new growth cycle in the market by bolstering its distribution channels and advancing the O2O (online-to-offline) model. Specifically, *Vinhomes* is establishing its own sales force to work alongside existing nationwide property agent network. This approach aims to foster long-term cooperative relationships, uphold fairness and transparency, and ensure consistency in information to the market, helping to achieve the Company's business objectives. Moreover, *Vinhomes* is committed to enhancing its online business platform to enhance customers' purchasing experience, increase transparency in product policies and pricing, foster trust, and optimize benefits for customers. In addition to actively promoting projects already in the market, *Vinhomes* is launching new projects that have completed legal procedures, securing revenue and profits in 2024. Vinhomes shall progress on social housing initiatives, with the overarching goal of realizing the housing aspirations of millions of workers.

Vinhomes innovates to enhance product quality, attract international communities like those from South Korea and Japan, and create sustainable urban areas. Community development initiatives, such as the Happy-Healthy Living Club and the Green-Civilized Living Club, uplift residents' quality of life. Vinhomes shall continue to embrace technology in the operation and management of smart cities as part of its strategies to address customers' requirements and keeping abreast of market trends.

In 2024, *Vinpearl* aims to maintain its position as the top brand in hospitality and entertainment in Vietnam, particularly as the preferred choice for family experiences. Anticipating a robust market recovery, especially from international visitors, Vinpearl targets significant growth compared to 2023 by leveraging new customer sources, sales channels, and innovative marketing strategies.

With the goal of stable and sustainable development, the Board of Directors of Vingroup respectfully submits to the 2024 AGM for approval the business plan in 2024 as follows::

- Net revenue from sale of goods and rendering of services is approximately VND 200,000 billion;
- Net profit after tax is approximately VND 4,500 billion.

Thank you./.

To:

- As stated above;
- Vingroup archives.

**FOR AND ON BEHALF OF
THE BOARD OF DIRECTORS
CHAIRMAN**

(signed)

PHAM NHAT VUONG



No. 03/2024/BC-BKS-VINGROUP

Hanoi, April 04, 2024

REPORT OF THE SUPERVISORY BOARD**To: THE ANNUAL GENERAL MEETING OF SHAREHOLDERS**

In 2023, the global economic and political landscape remained highly unstable and challenging due to the prolonged Russia-Ukraine conflict, escalating political tensions, and the looming risks of inflation and recession. The reduced global purchasing power and consumption continued to exert negative pressure on financial and currency markets, leading to instability in energy security and hindering the global economic recovery process post-pandemic.

Despite this unfavorable backdrop, Vietnam's economy witnessed a robust recovery in 2023, with GDP growth rate of 5%. Additionally, the Vietnam's Long-Term Foreign-Currency Issuer Default Rating (IDR) was upgraded to BB+ (Outlook Stable) by Fitch Ratings. Various sectors and economic segments have shown promising signs of improvement, although potential risks and challenges persist.

Amidst the challenges and uncertainties prevalent in both domestic and international economies, Vingroup Joint Stock Company (“Vingroup” or the “Group”) has managed to maintain operational stability over the past year. The Group has diligently worked towards strengthening foundations, accumulating resources, and preparing for a period of robust growth. This steadfast commitment has enabled Vingroup to uphold its leading and pioneering position in key business domains, demonstrating its resilience and adaptability in the face of adversity. In accordance with the provisions outlined in Vingroup's Charter, as well as adhering to the guidelines stipulated in the Enterprise Law and operational regulations for listed companies, the Supervisory Board has diligently fulfilled its functions and powers over the past year. Our proactive involvement in overseeing audit and internal control processes across the Group and its subsidiary units has been paramount. This oversight ensures adherence to legal regulations governing accounting practices, financial operations, investment endeavors, and the management of real estate and production projects, including the exploration of new business ventures. After a comprehensive year-long review and assessment, the Supervisory Board reports that Vingroup's business operation and investment activities have been conducted with transparency and in strict compliance with all applicable legal regulations.

On behalf of the Supervisory Board, I would like to report to the 2024 Annual General Meeting of Shareholders as follows:

1. Vingroup's financial performance:

The Supervisory Board agreed with the details of the FY2023 separate and consolidated financial statements prepared by the Management of Vingroup and audited by Ernst & Young Vietnam Limited. The financial statements aptly portray the financial status of Vingroup as of December 31, 2023, along with the income statement and cashflow statement throughout the fiscal year from January 1, 2023 to December 31, 2023.

The key financial indicators achieved in 2023 are stated in the consolidated Financial statements as follows:

a. Consolidated Business Results:

- Net revenue	:	VND 161,428 billion
- Profit before tax	:	VND 13,769 billion

- Profit after tax	:	VND 2,056 billion
b. Consolidated Total Assets:		
- Current Assets	:	VND 343,537 billion
- Non-Current Assets	:	VND 324,119 billion
Total Assets	:	VND 667,656 billion
c. Owner's Equity	:	VND 148,222 billion

2. Assessment on the performance of the Board of Directors ("BOD") and Chief Executive Officer ("CEO").

Given careful supervision and review, the Supervisory Board assesses that the BOD, the CEO and management executives have successfully performed their functions and responsibilities, and ensured the transparent and lawful business operation and investment activities of Vingroup. Within its authority and responsibilities, the Supervisory Board acknowledges that there is no material risk or violation that could potentially affect the operation of Vingroup and its subsidiaries.

3. Report on the Supervisory Board and the supervisors' activities

3.1. Activities in 2023 and 2024 Action Plan of the Supervisory Board.

In 2023, the Supervisory Board strengthened its supervision and collaborated with the Management to monitor the issuance and implementation of resolutions by the AGM and BOD as well as assessed the implementation results. The Supervisory Board also monitored internal audits of Vingroup and its subsidiaries to ensure that operations, production, and business activities comply with the law and the Group's Charter and Internal Governance Regulations.

The Supervisory Board conducted the following tasks in 2023:

- Oversaw the implementation of AGM and BOD resolutions issued in 2023;
- Evaluated and inspected the true and fair view of financial statements for each period in compliance with the prevailing Vietnamese Accounting Standards, accounting practices and financial policies;
- Ensured Vingroup and its listed subsidiaries comply with the law and regulations on information disclosure;
- Reviewed and evaluated key transactions between Vingroup/Vingroup's subsidiaries & affiliates and related parties;

In 2024, the Supervisory Board will continue to fulfill its mandated functions and responsibilities with a strong focus on internal audit to increase overall compliance and transparency, specifically:

- Promote the monitoring of regulatory compliance in the operational management of Vingroup and its member companies.
- Coordinate with functional departments to conduct regular and ad-hoc in-depth inspections of the subsidiaries to ensure continuous and thorough legal compliance in each department and business lines.
- Actively develop new inspection and supervision methods in response to actual situations of Vingroup and its member companies.

3.2. Self-assessment of the Supervisory Board members:

During 2023, members of the Supervisory Board have fully attended 03 meetings. Following the tasks assigned by the Head of the Supervisory Board, each member, with their own professional expertise, has

actively supervised and reviewed actions of the BOD, CEO, functional departments, and major subsidiaries. Members of the Supervisory Board have assessed that we have completed our duties and responsibilities in compliance with relevant laws and Vingroup's Charter.

On this occasion, on behalf of the Supervisory Board, I would like to send wishes of good health to shareholders, the Board of Directors and the Management of Vingroup..

Thank you.

To.

- As stated above;

- Vingroup archives.

**FOR AND ON BEHALF OF
THE SUPERVISORY BOARD
Head of the Supervisory Board**

(signed)

Nguyen The Anh



VINGROUP JOINT STOCK COMPANY

SOCIALIST REPUBLIC OF VIETNAM

Independence – Freedom – Happiness

Hanoi, April 04, 2024

PROPOSAL OF THE BOARD OF DIRECTORS

On 2023 Financial Results in accordance with 2023 audited financial statements

To: THE ANNUAL GENERAL MEETING OF SHAREHOLDERS

In 2023, Vingroup Joint Stock Company (the “Group” or “Vingroup”) overcame challenges posed by global economic turbulence and Covid-19 aftershocks. Key financial statement indicators and consolidated business performance for the financial year ended December 31, 2023 are as follows:

1. Asset growth

- Total assets increased by VND 90,249 billion, or 15.6% as compared to December 31, 2022, and reached VND 667,656 billion as of December 31, 2023.
- Current assets increased by VND 60,420 billion, or 21.3%, compared to December 31, 2022. Details are as follows:
 - Short-term receivables increased by VND 41,883 billion primarily due to an increase in receivables from real estate activities.
 - Other current assets grew by VND 22,469 billion, attributable to increased deposits for development of pipeline projects and acquisition of project companies.
- Non-current assets increased by VND 29,829 billion, or 10.1% year-on-year (YoY), compared to December 31, 2022. Fixed asset grew by VND 40,667 billion due to an increase in investment for manufacturing activities.

2. Total Liabilities and Owner's equity

2.1. Liabilities

- Total liabilities amounted to VND 519,434 billion as of December 31, 2023, representing a 17.6% YoY increase.
- The Group's total borrowings was VND 213,253 billion as of December 31, 2023. The Group's debt structure mainly consisted of syndicated loans (30.6%), bank loans (24.5%), domestic bonds (22.4%), and international bonds (12.7%).

2.2. Owner's Equity

Owner's equity increased by VND 12,566 billion, or 9.3% YoY, reaching VND 148,222 billion as of December 31, 2023, primarily due to an increase in non-controlling interest in subsidiaries.

3. Net revenue

Net revenue in 2023 reached VND 161,428 billion, representing an increase of VND 59,634 billion or 58.6% compared to the previous year. Details are as follows:

- Revenue from sales of inventory properties reached VND 94,374 billion, increasing by VND 39,453 billion or 71.8% YoY, attributable to the handover of low-rise property units at Vinhomes Ocean Park 2 and Vinhomes Ocean Park 3 to customers.

- Revenue from manufacturing activities reached VND 28,081 billion, increasing by 115.0% YoY, attributable to the delivery of products from multiple models of electric cars and electric motorcycles to customers.
- Revenue from leasing of investment properties and related services increased by 15.2% YoY, driven by rental rates recovery and an improvement in occupancy level in 2023.
- Revenue from hospitality and entertainment services grew by VND 1,965 billion, or 29.2% YoY, attributable to the recovery of the Vietnam tourism industry post-Covid-19, an improvement in hotel occupancy rates, and an increase in visitors to entertainment clusters.

4. Profit after tax

In 2023, the Group recorded VND 2,056 billion in profit after tax, a slight increase compared to the previous year, meeting the 2023 business plan set at the 2023 Annual General Meeting of Shareholders.

5. Statutory obligations

- Vingroup's statutory obligations in 2023 (excluding land use fees and land rental fees) amounted to VND 25,029 billion. This included corporate income tax of VND 11,277 billion, value-added tax of VND 5,732 billion, personal income tax of VND 2,763 billion, and other taxes of VND 5,257 billion.
- Total statutory obligations paid in 2023 (excluding land use fees and land rental fees) amounted to VND 25,949 billion. This included corporate income tax of VND 6,872 billion, value-added tax of VND 10,970 billion, personal income tax of VND 2,604 billion, and other taxes of VND 5,504 billion.

6. Profit attributable to shareholders

As audited by Ernst & Young Vietnam Limited, the net profit after tax attributable to shareholders of the parent company in 2023 was VND 2,157 billion. Basic earnings per share in 2023 were VND 565.

Respectfully submitted to the Annual General Meeting of Shareholders for consideration and endorsement of Vingroup's 2023 audited financial statements¹.

Thank you.

**FOR AND ON BEHALF OF
THE BOARD OF DIRECTORS**

To:

- *As stated above;*
- *Vingroup archives.*

(signed)

PHAM NHAT VUONG

¹ 2023 Financial statements of Vingroup was audited by Ernst & Young Viet Nam Limited and was published on website of Vingroup: www.vingroup.net.



VINGROUP JOINT STOCK COMPANY

No.: 05/2024/TTr-HDQT-VINGROUP

THE SOCIAL REPUBLIC OF VIETNAM

Independence – Freedom – Happiness

Hanoi, April 04, 2024

PROPOSAL OF THE BOARD OF DIRECTORS

(Re: The appropriation plan for accumulated undistributed earnings as of 31 December 2023)

To: THE ANNUAL GENERAL MEETING OF SHAREHOLDERS

In accordance with the audited figures by Ernst & Young Vietnam Limited, the accumulated undistributed earnings as of 31 December 2023 of Vingroup Joint Stock Company (“**Vingroup**”) on the separate financial statements are VND 9,503,385 million and on consolidated financial statements are VND 14,105,693 million.

The Board of Directors would like to submit to the General Meeting of Shareholders for approval of the appropriation plan for 2023 accumulated undistributed earnings as of 31 December 2023 as follows:

1. To transfer VND 5,000,000,000 (five billion Vietnam dong) to the Reserve Fund, as specified in the Charter of Vingroup.
2. All accumulated undistributed earnings shall be used for the business operation activities of Vingroup.

Respectfully submitted to the General Meeting of Shareholders for consideration and endorsement.

Thank you./.

To:

- As stated above;
- Vingroup archives.

**FOR AND ON BEHALF OF
THE BOARD OF DIRECTORS
CHAIRMAN**

(signed)

PHAM NHAT VUONG



VINGROUP JOINT STOCK COMPANY

No: 06/2024/TTr-HĐQT-BKS-VINGROUP

THE SOCIALIST REPUBLIC OF VIETNAM

Independence – Freedom – Happiness

Hanoi, April 04, 2024

PROPOSAL OF THE BOARD OF DIRECTORS AND THE SUPERVISORY BOARD
(Re: The approval of the remuneration for the Board of Directors and the Supervisory Board)

To: THE ANNUAL GENERAL MEETING OF SHAREHOLDERS

- Pursuant to relevant laws and the Charter of Vingroup Joint Stock Company (“**Vingroup**”);
- Pursuant to the Resolution of the 2023 Annual General Shareholder Meeting No. 01/2023/NQ-ĐHĐCĐ-VINGROUP of Vingroup dated May 17 năm 2023 (“**Resolution of 2023 AGM**”).

The Board of Directors (“**BOD**”) and the Supervisory Board hereby report to the Annual General Meeting of Shareholders (“**AGM**”) on the remuneration paid in 2023 and plan for 2024 as follows:

1. Remuneration paid in 2023:

- In 2023, the BOD comprised 09 (nine) members and the Supervisory Board comprised 03 (three) members.
- In 2023, the remuneration paid to BOD members and Supervisory Board member were as follows:
 - + The remuneration paid to BOD members amounted to approximately VND 11.5 billion.
 - + The remuneration paid to Supervisory Board members amounted to approximately VND 2.6 billion.

Accordingly, the actual remuneration paid to the BOD and the Supervisory Board members complied with the Resolution of 2023 AGM.

2. Remuneration plan for 2024:

According to the 2024 business plan, the BOD and the Supervisory Board respectfully request the AGM to approve the remuneration plan for the the BOD and the Supervisory Board for 2024 as follows:

- The remuneration for BOD members shall not exceed VND 20 billion;
- The remuneration for Supervisory Board members shall not exceed VND 5 billion.

The BOD and the Supervisory Board propose to delegate authority to the Chairman to determine specific remuneration for BOD members and to the Head of the Supervisory Board to set specific remuneration for Supervisory Board members within the aforementioned limits.

This proposal is respectfully submitted for the AGM's consideration and endorsement.

Thank you.

**FOR AND ON BEHALF OF
THE SUPERVISORY BOARD
HEAD OF SUPERVISORY BOARD**

(signed)

NGUYEN THE ANH

**FOR AND ON BEHALF
OF THE BOARD OF DIRECTORS
CHAIRMAN**

(signed)

PHAM NHAT VUONG



No: 07/2024/TTr-HĐQT-VINGROUP

Hanoi, April 04, 2024

PROPOSAL OF THE BOARD OF DIRECTORS*(Re: Approving the list of independent audit firms)***To: THE ANNUAL GENERAL MEETING OF SHAREHOLDERS**

In accordance with the Law on Enterprises, as well as the Charter of Vingroup Joint Stock Company (“Vingroup”), and considering recommendations from the Supervisory Board alongside evaluations of the quality and reputation of audit firms in Vietnam, the Board of Directors respectfully submit to the Annual General Meeting of Shareholders (“AGM”) the list of audit firms for approval and kindly request the AGM to authorize the Chief Executive Officer to select one of the following companies to serve as the auditor of Vingroup for the fiscal year 2024:

1. Deloitte Vietnam Ltd.
2. Ernst & Young Vietnam Ltd.
3. KPMG Vietnam Ltd.
4. PwC Vietnam Ltd.

Thank you.

**FOR AND ON BEHALF OF
THE BOARD OF DIRECTORS**

To:

- As stated above;
- Vingroup archives

(signed)

PHAM NHAT VUONG



No.: 08/2024/TTr-HĐQT-VINGROUP

Independence - Freedom - Happiness

Hanoi, April 04, 2024

PROPOSAL OF THE BOARD OF DIRECTORS*(Re: Supplement to new business line(s))***To: THE ANNUAL GENERAL MEETING OF SHAREHOLDERS**

To lign with the entertainment and leisure services in the upcoming projects of Vingroup Joint Stock Company (“**Vingroup**”), The Board of Directors (“**BOD**”) would like to submit to the Annual General Meeting of Shareholder (“**AGM**”) for consideration and approval of adding a new business line(s) to Vingroup as follows:

No.	Name of business line(s)	Business Code
1	Botanical and zoological gardens and nature reserves activities	9103

Execution period for adding new business line(s): Within 12 months since the approval date of AGM and assign to the Chairman of the BOD to decide the appropriate timing.

Assign Chief Executive Officer – Legal Representative to implement relevant procedures to register new business line(s) of Vingroup at competent authorities in accordance with the provisions of laws.

AGM to approve the amendments and supplements of Clause 4 in the current Charter to be consistent with the addition of new business activities and assign Chief Executive Officer – Legal Representative to complete, sign, and issue the Appendix to the Charter of Vingroup.

Thank you.

To:

- As above;

- Vingroup archives.

**ON BEHALF OF THE BOARD OF
DIRECTORS**

CHAIRMAN

(signed)

PHAM NHAT VUONG



VINGROUP JOINT STOCK COMPANY

No: 09/2024/TTr-HĐQT-VINGROUP

THE SOCIALIST REPUBLIC OF VIETNAM

Independence – Freedom – Happiness

Hanoi, April 04, 2024

PROPOSAL OF THE BOARD OF DIRECTORS

(Re: Amendments and supplements to the Company Charter)

To: THE ANNUAL GENERAL MEETING OF SHAREHOLDERS

The Board of Directors (“**BOD**”) proposes amendments and supplements to the Charter of Vingroup Joint Stock Company (“**Vingroup**”) for approval by the Annual General Meeting of Shareholders (“**AGM**”).

The proposed amendments and supplements are outlined in the attached Appendix (“**Amended Contents**”).

The BOD kindly submitted to the AGM for consideration and approval of full Charter of Vingroup including Amended Contents and all previous provisions of Charter.

Alongside Amended Contents, the amended Charter includes adjustments in sentence structure, vocabulary, abbreviations, and spelling to ensure consistency without altering the content.

All provisions of the Charter not amended or supplemented remain valid. The new Charter will replace the previous version issued on May 11, 2022, and any previously issued Charter Appendix(es), effective immediately upon approval by the AGM.

The Chief Executive Office – the Legal Representative of Vingroup is authorized with finalizing, signing, and promulgating the new Charter as per regulations. Once issued, it will be available on Vingroup's website under section of Investor Relations/Corporate Documents.

The BOD respectfully requests the AGM's consideration and approval of these amendments.

Thank you.

**FOR AND ON BEHALF OF
THE BOARD OF DIRECTORS**

To:

- As stated above;
- Vingroup archives

(signed)

PHAM NHAT VUONG

APPENDIX – CONTENTS WITH AMENDMENTS AND SUPPLEMENTS OF CHARTER OF VINGROUP JOINT STOCK COMPANY

No.	Article	Contents of the current Charter	Contents of the amended and supplemented Charter	Rationale for amendment
1	Article 3.7	The seal of the Group: a) The BOD shall decide the type, quantity, form and content of the seals of the Group, its branches and representative offices from time to time. b) The CEO shall be responsible for the usage and management of the seals in accordance with prevailing legal regulations.	The seal of the Group: a) Seal may consist of seal produced by a seal engraving facility or digital signatures in compliance with the law on electronic transactions. b) The BOD shall decide the type, quantity, form and content of the seals of the Group, its branches and representative offices from time to time. c) The CEO shall be responsible for the usage and management of the seals in accordance with prevailing legal regulations.	Adding the form of a digital signature as currently all businesses have registered and used this form.
2	Article 4	None	Supplement to new business line: Botanical and zoological gardens and nature reserves activities Business code: 9103	In accordance with the Proposal of the BOD regarding : supplement to new business line(s).
3	Article 21.2	The invitations to attend the GMS shall be sent to mailing addresses of all Shareholders by express mail and published on the websites of the Group, the State Securities Commission, and the Stock Exchange where the Group's shares are listed or registered. The convener shall send invitations to all Shareholders on the list of Shareholders eligible to attend the GMS at least 21 days before the opening day of the GMS. The agenda of the GMS and documents relevant to the matters to be voted on at the GMS shall be sent to the Shareholders and/or published on the Group's website. In case these documents are	The invitations to attend shall be sent via electronic mail (e-mail) and/or sent to the registered mailing address of Shareholder, and/or via other appropriate means to ensure it reaches the Shareholders. If the Group sends a invitation via e-mail, the e-mail address of the Shareholder receiving the notice is either the address registered with and provided by the Vietnam Securities Depository and Clearing Corporation or the email address registered by the Shareholder with the Group. The convener shall send invitations to all Shareholders on the list of Shareholders eligible to attend the GMS at least 21	Additional means of sending invitations to the GMS aimed to facilitate more flexible administrative procedures, deploying application of technology in the organization of the GMS.

		not enclosed with the invitations, the invitations must contain the URL for the following documents: - The meeting agenda and documents to be used during the meeting; - List and details of candidates in case there is an election of members of the Board of Directors and members of the Supervisory Board; - Voting ballot; - Draft resolution on each matter mentioned in the meeting agenda.	days before the opening day of the GMS. The agenda of the GMS and documents relevant to the matters to be voted on at the GMS shall be sent to the Shareholders and/or published on the Group's website. In case these documents are not enclosed with the invitations, the invitations must contain the URL for the following documents: - The meeting agenda and documents to be used during the meeting; - List and details of candidates in case there is an election of members of the Board of Directors and members of the Supervisory Board; - Voting ballot; - Draft resolution on each matter mentioned in the meeting agenda.	
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VINGROUP JOINT STOCK COMPANY

No: 10/2024/TTr-HĐQT-VINGROUP

THE SOCIALIST REPUBLIC OF VIETNAM

Independence – Freedom – Happiness

Hanoi, April 04, 2024

PROPOSAL OF THE BOARD OF DIRECTORS

(Re: The listing of bonds in case of public offerings)

To: THE ANNUAL GENERAL MEETING OF SHAREHOLDERS

- Pursuant to the Law on Enterprise and its implementation guidance ("**Law on Enterprise**");
- Pursuant to the Law on Securities and its implementation guidance ("**Law on Securities**");
- Pursuant to Decree No. 155/2020/ND-CP dated 31 December 2020 of the Government stipulating certain articles of the Law on Securities ("**Decree 155**") and;
- Pursuant to the Charter of Vingroup Joint Stock Company ("**Issuer**" or "**Vingroup**");
- Pursuant to the demand and actual business situation of Vingroup.

Pursuant to Article 29 of the Law on Securities, an issuer conducting a public offering of bonds is required to finalize the listing application or securities transaction application within 30 days from the conclusion of the public offering. On December 31, 2020, the Government issued Decree No. 155, which stipulates specific provisions of the Law on Securities. Consequently, it is mandated that the public offering of bonds must receive approval from the General Meeting of Shareholders.

Therefore, to ensure that the listing of public offering of bonds (hereinafter referred to as "**Bonds**") by Vingroup is carried out in compliance with the law, the Board of Directors ("**BOD**") respectfully submit to the 2024 Annual General Meeting of Shareholders ("**AGM**") for approval of the following contents:

- Approval of the registration of Bonds at the Vietnam Securities Depository and Clearing Corporation ("**VSDC**") following the completion of the public offering of Bonds; and
- Approval of the listing of Bonds on the Hanoi Stock Exchange ("**HNX**"), where the Bonds will be listed and/or publicly traded in accordance with prevailing laws and regulation.
- Delegation/authorization of the BOD, with the authority to further delegate to the Chairperson of the BOD or the Chief Executive Officer, based on the prevailing circumstances, to fully decide and held accountable for executing the necessary tasks and procedures required for the successful registration and listing of the Bonds on VSD and HNX.

Respectfully submitted to the AGM for consideration and approval.

Thank you.

Recipients:

- As stated above,
- The Company archive.

ON BEHALF

OF THE BOARD OF DIRECTORS
CHAIRMAN

(signed)

PHAM NHAT VUONG



**2024 ANNUAL GENERAL MEETING OF SHAREHOLDERS
VINGROUP JOINT STOCK COMPANY**

BALLOT

Shareholder's name:

Shareholder's code:

Number of shares with voting rights:

MATTERS FOR VOTING:

Please tick here if you agree with all voting matters ☐

1. Approval of the Report of the Board of Directors in 2023.

☐ Agree

☐ Disagree

☐ Abstain

2. Approval of the 2023 business performance and 2024 business plan in accordance with the Board of Directors' proposal.

☐ Agree

☐ Disagree

☐ Abstain

3. Approval of the Report of the Supervisory Board in 2023.

☐ Agree

☐ Disagree

☐ Abstain

4. Approval of the 2023 audited Financial Statements.

☐ Agree

☐ Disagree

☐ Abstain

5. Approval of the appropriation plan for the accumulated undistributed earnings by year-end 2023 in accordance with the Board of Directors' proposal

☐ Agree

☐ Disagree

☐ Abstain

6. Approval of the remuneration for members of the Board of Directors and the Supervisory Board in accordance with the proposal of the Board of Directors and the Supervisory Board

☐ Agree

☐ Disagree

☐ Abstain

7. Approval of the list of independent audit firms in accordance with the Proposal of the Board of Directors

☐ Agree

☐ Disagree

☐ Abstain

8. Approval of supplement to the new business line(s) in accordance with the Proposal of the Board of Directors

☐ Agree

☐ Disagree

☐ Abstain

9. Approval of amendment and supplement to the Company Charter in accordance with the Proposal of the Board of Directors

☐ Agree

☐ Disagree

☐ Abstain



VINGROUP JOINT STOCK COMPANY

SOCIALIST REPUBLIC OF VIETNAM

Independence - Freedom - Happiness

Hanoi,

2024

(Draft)
RESOLUTION
OF THE 2024 ANNUAL GENERAL MEETING OF SHAREHOLDERS
THE GENERAL MEETING OF SHAREHOLDERS

Pursuant to:

- *The Law on Enterprises and its implementation guidelines;*
- *The Law on Securities and its implementation guidelines;*
- *The Charter of Vingroup Joint Stock Company ("Vingroup");*
- *The Meeting Minutes of 2024 Annual General Meeting of Shareholders ("AGM") of Vingroup No. /2024/BB-ĐHĐCĐ-VINGROUP dated .../.../2024;*
- *The vote counting minutes of the AGM dated .../.../2024.*

HEREBY RESOLVES TO:

1. **Approve the Report of the Board of Directors ("BOD") in 2023.**
2. **Approve the BOD's proposal of 2023 business performance and the 2024 business plan of Vingroup.**
3. **Approve the Report of the Supervisory Board in 2023.**
4. **Approve the 2023 audited Financial Statements in accordance with the Proposal of the BOD.**
5. **Approve the appropriation plan for accumulated undistributed earnings by year-end 2023 in accordance with Proposal of the BOD.**
6. **Approve the remuneration for members of the BOD and the Supervisory Board in accordance with the Proposal of the BOD and the Supervisory Board.**
7. **Approve the list of independent audit firms in accordance with the Proposal of the BOD.**
8. **Approve the supplement to the business line(s) in accordance with the Proposal of the BOD.**
9. **Approve the amendment and supplement to the Company Charter in accordance with the Proposal of the BOD.**
10. **Approve the listing of bonds in case of public offerings in accordance with the Proposal of the BOD.**
11. **Implementation of the Resolution**

This Resolution takes effect from the date of signing.

The members of the BOD, the Supervisory Board, and the Management, based on the specified functions and authorities, are responsible for the organization and implementation of all contents of this Resolution.

Recipients:

- *SSC;*
- *HOSE;*
- *HNX;*
- *Vingroup archives.*

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

PHAM NHAT VUONG