

Số/No. 04/2026/CBTT - BVL

Hà Nội, ngày 10 tháng 03 năm 2026  
*Hanoi, March 10, 2026*

**CÔNG BỐ THÔNG TIN TRÊN CỔNG THÔNG TIN ĐIỆN TỬ**  
**CỦA ỦY BAN CHỨNG KHOÁN NHÀ NƯỚC & SỞ GDCK HÀ NỘI**  
***PUBLICATION OF INFORMATION ON ELECTRONIC INFORMATION PORTAL OF***  
***THE STATE SECURITIES COMMISSION & HANOI STOCK EXCHANGE***

**Kính gửi/To:**

- Ủy ban Chứng khoán Nhà nước/ State Securities Commission
- Sở giao dịch chứng khoán Hà Nội/ Hanoi Stock Exchange

**I. Thông tin Công ty: Công ty Cổ phần BV Land**

***Company Information: BV Land Joint Stock Company***

- Mã chứng khoán/Stock code: **BVL**
- Mã số thuế/Tax code: **0102983609**
- Trụ sở chính: Số 92, phố Trúc Khê, phường Láng, thành phố Hà Nội, Việt Nam.  
*Head office: No. 92, Truc Khe Street, Lang Ward, Hanoi City, Vietnam.*
- Điện thoại/Phone: 024.355 60999 Website: <https://bvland.vn>
- Người CBTT: Ông **Lý Tuấn Anh** – Tổng giám đốc  
*Information Disclosure Person: Mr. Ly Tuan Anh - General Director*
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**II. Nội dung thông tin công bố/Information disclosure content:**

- Nghị quyết HĐQT số 05/2026/NQ/HĐQT – BVL ngày 09/03/2026 v/v thông qua Chương trình, nội dung tài liệu họp ĐHĐCĐ thường niên 2026.  
*Board of Directors' Resolution No. 05/2026/NQ/HDQT – BVL dated March 9, 2026 on approval of the Agenda and Documents for the 2026 Annual General Meeting of Shareholders*
- Tài liệu họp ĐHĐCĐ thường niên năm 2026  
*Documents for the 2026 Annual General Meeting of Shareholders*  
(Chi tiết file đính kèm).



*(Details are provided in the attached file).*

Thông tin này được công bố trên trang điện tử Công ty vào ngày 10/03/2026 tại đường dẫn <https://bvland.vn/danh-muc-quan-he-co-dong>

*This information was published on the company's website on: 10/03/2026 at the link: <https://bvland.vn/en/danh-muc-quan-he-co-dong>*

Chúng tôi xin cam kết các thông tin công bố trên đây là đúng sự thật và hoàn toàn chịu trách nhiệm trước pháp luật về nội dung các thông tin đã công bố.

*We hereby certify that the above-disclosed information is true and accurate, and we take full legal responsibility for the contents of this disclosure.*

**Nơi nhận/ Recipient:**

- Như Kính gửi/ As Dear;
- Lưu VP.HĐQT/  
Save BOD Assistant Office.

**NGƯỜI CÔNG BỐ THÔNG TIN  
INFORMATION DISCLOSURE PERSON**



**Tổng giám đốc/ General Director  
LÝ TUẤN ANH**





No. 05/2026/NQ/HĐQT-BVL

Date: 09/03/2026

**RESOLUTION***(Re: Approval of the Agenda and Documents of the 2026 Annual General Meeting of Shareholders)***BOARD OF DIRECTORS  
BV LAND JOINT STOCK COMPANY**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated 17 June 2020 and the documents guiding its implementation;
- Pursuant to the Law on Securities No. 54/2019/QH14 dated 26 November 2019 and the documents guiding its implementation;
- Pursuant to the Charter of BV Land Joint Stock Company;
- Pursuant to the Minutes of the Board of Directors' Meeting No. 05/2026/BBH/HĐQT-BVL on March 09, 2026 of the Board of Directors of BV Land Joint Stock Company.

**RESOLUTION:****Article 1. Approval of the agenda and meeting materials of the 2026 Annual General Meeting of Shareholders (AGM), including:**

- Regulations on organization of the 2026 Annual General Meeting of Shareholders;
- Agenda of the 2026 Annual General Meeting of Shareholders;
- Report on business performance in 2025 and the business plan for 2026;
- Report on the activities of the Board of Directors in 2025 and the plan for 2026;
- Report on the activities of the Independent Member of the Board of Directors serving on the Audit Committee in 2025;
- Separate and consolidated audited financial statements for 2025;
- Proposal on the settlement of salaries, remuneration, bonuses and allowances of the Board of Directors and the Board of Supervisors in 2025 and the remuneration and allowance plan for 2026;
- Proposal on approval of the plan for setting up funds and profit distribution in 2025 and the profit distribution plan for 2026;
- Proposal on approval of the share issuance plan for dividend payment in 2025;
- Proposal on approval of the private placement plan in 2025;
- Proposal on listing of shares on the Ho Chi Minh City Stock Exchange;
- Proposal on approval of the selection of the auditing firm for the 2026 financial statements;
- Proposal on approval of the change of enterprise registration contents and amendment of the Charter.

Details are set out in the attached documents.

**Article 2.** The Board of Directors assigns the Chairman of the Board of Directors to organize and implement all tasks related to the 2026 Annual General Meeting of Shareholders, ensuring

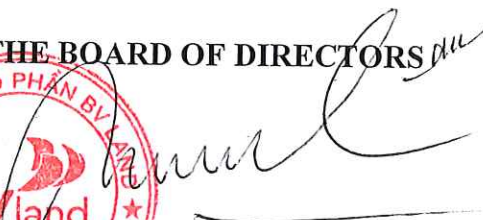
that the Meeting is conducted successfully and in full compliance with applicable laws and the Company's Charter, including but not limited to the following:

- Deciding on and adjusting the time of the 2026 Annual General Meeting of Shareholders;
- Deciding on the establishment of the Organizing Committee, the Shareholder Eligibility Verification Committee, and appointing personnel to the Secretariat and the Vote Counting Committee of the 2026 Annual General Meeting of Shareholders;
- Receiving and reviewing shareholders' proposals regarding the agenda and contents of the 2026 Annual General Meeting of Shareholders;
- Approving and signing documents related to the organization of the 2026 Annual General Meeting of Shareholders;
- Performing other duties within the authority of the Board of Directors in accordance with applicable laws and the Company's Charter.

**Article 3.** This Resolution shall take effect from the date of signing. Members of the Board of Directors, the Board of Management, and relevant Departments/Units/Individuals of the Company shall be responsible for the implementation of this Resolution./.

**Recipients:**

- CEO, Member of BOD;
- Save: HR

**THE BOARD OF DIRECTORS**  
  
  
**CHAIRMAN**  
**MR. NGUYEN TAN THANH**





No. 1.1/2026/BC/HĐQT-BVL

Date: 09/03/2026

**REPORT ON BUSINESS PERFORMANCE IN 2025  
AND THE BUSINESS PLAN FOR 2026**

**Respectfully submitted to: Annual General Meeting of Shareholders 2026**

The Board of Directors respectfully reports to the General Meeting of Shareholders on the business performance results for 2025 and the business plan for 2026:

**I. REPORT ON BUSINESS PERFORMANCE IN 2025**

**1. Key Highlights in 2025**

- **March 2025:** Official launch of the Bavella Green Park Urban Area Project, attracting hundreds of customers to attend the event.
- **April 2025:** BV Land successfully convened the 2025 Annual General Meeting of Shareholders (AGM), approving the highest revenue and profit targets since the Company's listing on the UPCoM market.
- **April 2025:** BV Land restructured its organizational model by dissolving the Supervisory Board and establishing the Audit Committee under the Executive Board; adjustments were also made to the composition of the Executive Board.
- **July 2025:** The Diamond Hill Thai Nguyen Tower project, developed by BV Land, was honored at the DOT Property Vietnam Awards in the category of "Best Architectural Design Mixed-Use Development Vietnam 2025."
- **July 2025:** Official launch and sales opening of the Diamond Hill project – a new vibrant focal point in Thai Nguyen City.
- **August 2025:** Tay Bac Bac Ninh Investment Joint Stock Company (in which BV Land holds equity) was officially appointed as the Investor of the Northwest Bac Ninh City Urban Area Project (Zone 2), covering 45.42 hectares with a total investment of VND 4,074 billion. BV Land acts as the project developer.
- **September 2025:** BV Land completed the issuance of shares for dividend payment to shareholders (dividend rate of 8%), increasing its charter capital to VND 894,112,870,000.
- **September 2025:** BV Land and Vietcombank Thanh Xuan entered into a comprehensive strategic cooperation agreement with a committed credit facility of up to VND 5,465 billion.
- **December 2025:** Groundbreaking ceremony of the Parc Ville Social Housing Project at the West Dinh Tri Urban Area, Bac Giang Ward, Bac Ninh Province.
- **December 2025:** BV Land completed the transfer of 4,700,000 shares (equivalent to 58.75% of the charter capital) in Dong Nai Production – Trading – Service Joint Stock Company (Donatraco). Accordingly, BV Land is no longer the parent company of Donatraco.



## 2. Business Performance in 2025

### ❖ Separate Financial Results in 2025

Unit: VND billion

| Indicators                               | 2025 Plan | 2025 Result | Completion Rate (%) | Growth Compared to 2024 |
|------------------------------------------|-----------|-------------|---------------------|-------------------------|
| Revenue from sales and service provision | 627.5     | 468.7       | 75%                 | 232%                    |
| Profit after Corporate Income Tax        | 250.9     | 253.3       | 101%                | 240%                    |

### Separate Financial Indicators

Unit: VND billion

| Indicators                  | 2025  | 2024 | Growth |
|-----------------------------|-------|------|--------|
| Assets-to-Liabilities Ratio | 20.6  | 17.4 | 18%    |
| Profit After Tax            | 253.3 | 74.5 | 240%   |
| ROE                         | 23.7% | 9.2% | 156%   |
| ROA                         | 22.5% | 8.9% | 154%   |

### ❖ Consolidated Business Results in 2025

Unit: VND billion

| Indicators                               | 2025 Plan | 2025 Result | Completion Rate (%) | Growth Compared to 2024 |
|------------------------------------------|-----------|-------------|---------------------|-------------------------|
| Revenue from sales and service provision | 1,663.4   | 1,470.1     | 88%                 | 83%                     |
| Profit after Corporate Income Tax        | 408.7     | 369.6       | 90%                 | 1,984%                  |

### Consolidated Financial Indicators

Unit: VND billion

| Indicators               | 2025  | 2024 | Growth |
|--------------------------|-------|------|--------|
| Assets/Liabilities Ratio | 2.7   | 3.6  | -26%   |
| Profit After Tax         | 369.6 | 17.7 | 1,984% |
| ROE                      | 25.7% | 1.6% | 1,538% |
| ROA                      | 17.1% | 1.1% | 1,468% |

### ❖ Assessment

In the fiscal year 2025, the Company recorded consolidated revenue of VND 1,470 billion and consolidated profit after tax of VND 370 billion, reflecting a year of positive growth in both scale and operational efficiency.

The primary growth driver came from the real estate development segment. The Bavella Green Park project successfully delivered 198 products to customers, making a significant contribution to the Company's revenue and profit during the period. At the same time, the Diamond



Hill Thai Nguyen project recorded more than 200 successful transactions, generating stable revenue and cash flow, thereby strengthening the Company's financial foundation for the next phase of development.

In addition to its core business activities, during 2025 the Company proactively expanded its investment portfolio through capital contributions and equity acquisitions with a total value exceeding VND 600 billion. These investments were selected based on thorough evaluations of project development potential, legal status, and expected profitability, aiming to create additional medium- and long-term growth opportunities.

Furthermore, in line with the business restructuring orientation approved by the General Meeting of Shareholders, the Company completed the divestment from Dong Nai Production – Trading – Service Joint Stock Company at the end of November 2025. The transaction generated a divestment gain of VND 13 billion, contributing to improved capital efficiency and enabling the Company to focus resources on core business areas with higher profit margins.

Overall, 2025 marked an important transformation for the Company in terms of scale, operational efficiency, and asset quality. With a strengthened financial foundation, a carefully selected project portfolio, and a clear restructuring strategy, the Company is well positioned to maintain sustainable growth momentum in the coming years.

### 3. Other Activities

#### ❖ *Investment and Project Development Activities*

##### - *Ongoing Projects:*

- The Bavella Green Park Urban Area Project has completed final settlement procedures and handed over infrastructure to the State for management since Q3/2025. The Company is currently carrying out procedures for issuance of land use right certificates to eligible customers and continuing sales activities.
- The Diamond Hill Thai Nguyen Tower Project is under construction. As of the end of December 2025, concrete works for beams and slabs have been completed up to Level 23 of Tower A and Level 21 of Tower B. Construction activities have been implemented in compliance with safety, quality, schedule, and cost-efficiency requirements.
- The Parc Ville Social Housing Project at the West Dinh Tri Urban Area, Bac Giang City: The People's Committee of Bac Ninh Province has issued a decision approving Areca Vietnam Company Limited (a subsidiary of BV Land) as the project investor. The project is currently executing pile foundation works.

##### - *Project Development Activities:*

- BV Land and its member companies will continue working closely with the relevant state authorities to address and resolve legal matters related to the Arcas Hoai Duc Urban Area Project (Hanoi). At the same time, the Company will actively seek opportunities to develop new projects through various forms such as capital contributions, investment cooperation, and M&A transactions, with the aim of expanding its land bank and preparing resources for the next stage of development.

#### ❖ *Business Operations*

- In 2025, BV Land continued to strengthen its sales management and marketing capabilities, playing a central role in the commercialization of key projects developed by the Company and its member companies. During the year, BV Land acted as the sales management and consulting unit for several major developments, including the Bavella Green Park Urban



Area Project (Bac Ninh), the Diamond Hill Bac Giang Project, and the Diamond Hill Thai Nguyen Building Project, in which BV Land and its subsidiaries participate as investors or joint venture partners. By the end of 2025, the Diamond Hill Bac Giang project had successfully sold 100% of its apartment units. The Bavella Green Park Urban Area project was officially launched for sale in March 2025, while the Diamond Hill Thai Nguyen project became eligible for the sale of off-plan residential units from June 2025. Both projects received positively market responses, contributing significantly to the Company's revenue generation and cash flow during the year. These results highlight the effectiveness of BV Land's product development and market positioning strategy, which emphasizes careful market research and customer-centric design. The Company's developments have been well received by customers for their architectural design, landscape planning, integrated amenities, and overall construction quality, reinforcing BV Land's reputation as a developer committed to delivering high-quality residential products.. At the same time, the Company has gradually built a professional and effective sales force, distribution network of agents, and customer service system.

- Alongside the positive sales results, contract management and receivables collection have also been implemented effectively and in accordance with the approved business plan. Customer feedback and requests have been handled promptly, and no costumer disputes arose during the reporting period.

#### ❖ **Financial management**

Alongside the positive business results achieved in 2025, the Company also focused on enhancing the quality of financial governance and ensuring full compliance with applicable legal regulations.

**Proactive cash flow balancing and effective financial management:** The Company and its member units developed detailed cash flow plans and actively sought to diversify financing sources in order to ensure sufficient financial resources for the implementation of key projects such as Bavella Green Park, Diamond Hill Thai Nguyen, and the Parc Ville Social Housing Project. At the same time, the Company ensured timely availability of capital for investment activities and equity transfer transactions.

**Strict compliance with information disclosure requirements:** The Company carried out periodic disclosure of financial statements in accordance with the prescribed deadlines. The semi-annual financial statements were reviewed, and the annual financial statements were audited with an unqualified opinion, with no material misstatements identified. This demonstrates the Company's transparency and professionalism in accounting and financial management.

**Fulfillment of obligations to the State Budget:** The Company fully and timely fulfilled its tax obligations, ensuring compliance with applicable legal regulations and maintaining credibility with state regulatory authorities.

**Enhancing internal professional capacity:** The Company proactively organized training programs and regularly updated its departments on new regulations relating to taxation, accounting, and finance, thereby strengthening internal governance capacity and minimizing compliance risks.



❖ **Human Resource Management**

- As of 31 December 2025, the number of employees at the parent company (BV Land) reached 63, representing an increase of 12 employees compared to the beginning of the year. The total workforce of BV Land and its subsidiaries reached 182 employees, an increase of 4 employees year-on-year.
- In 2025, BV Land recorded significant progress in training and human resource development through the implementation of long-term and in-depth training programs for senior executives, middle managers, and high-potential young employees. Internal training activities were also maintained on a regular and continuous basis at both Company-wide and departmental levels. Through these initiatives, the Company identified several high-potential employees for succession planning, appointment, and internal rotation, reaffirming its core value of placing people at the center of all corporate activities.
- Corporate Culture Development: BV Land refined its foundational cultural values and strengthened internal communication regarding corporate culture. The Executive Board conducted sharing and training sessions on corporate culture, alongside various internal engagement programs and events to enhance employee connectivity. As a result, employees have developed greater understanding, mutual support, and alignment with the Company, thereby improving productivity, work efficiency, and fostering a cohesive and positive working environment.

❖ **Brand Governance and Development**

- In 2025, BV Land continued to strengthen its brand governance frameworks, with no incidents giving rise to media crises or adversely affecting the Company's brand reputation.
- In the context of the Vietnamese real estate market entering a new development cycle characterized by greater professionalism, selectivity, and sustainability, BV Land formulated its Brand Repositioning Strategy for the 2025–2030 period. This repositioning marks a strategic transition aimed at enhancing brand credibility and creating momentum for the Company's next phase of growth.

In the context of the Vietnamese real estate market entering a new development cycle characterized by greater professionalism, selectivity, and sustainability, BV Land formulated its Brand Repositioning Strategy for the 2025–2030 period. This repositioning marks a strategic transition aimed at enhancing brand credibility and creating momentum for the Company's next phase of growth.

Accordingly, BV Land positions itself as a premium real estate brand dedicated to creating humane, sustainable, and distinctive living communities. The value of the BV Land brand will be closely aligned with and reflected in the brand value of each project, reinforced and elevated through quality-driven execution across all core activities, including product development, architectural design, construction management, sales operations, and customer care services.



## II. THE BUSINESS PLAN FOR 2026

### 1. Separate Business Plan for 2026

Unit: VND billion

| Indicators                               | 2025 Result | 2026 Plan | Growth Compared to 2025 |
|------------------------------------------|-------------|-----------|-------------------------|
| Revenue from sales and service provision | 468.7       | 1,120.1   | 139%                    |
| Profit after Corporate Income Tax        | 253.3       | 316.1     | 25%                     |

### 2. Consolidated Business Plan for 2026

Unit: VND billion

| Indicators                               | 2025 Result | 2026 Plan | Growth Compared to 2025 |
|------------------------------------------|-------------|-----------|-------------------------|
| Revenue from sales and service provision | 1,470.1     | 1,796.9   | 22%                     |
| Profit after Corporate Income Tax        | 369.6       | 463.1     | 25%                     |

### 3. Strategic Directions and Key Tasks

- Prioritize accelerated sales and strengthen receivables collection for projects that are under implementation and eligible for sale.
- Commence and implement construction works in accordance with approved schedules. The Diamond Hill Thai Nguyen Project is targeted to complete final acceptance, handover, and commissioning, and to satisfy conditions for revenue recognition in 2026. Continue legal procedures to obtain approval as project investor for certain projects, while researching and developing new projects, particularly in the industrial real estate and resort real estate segments.
- Complete the plan for share issuance to pay dividends to shareholders; implement private placement of shares to investors; and proceed with the listing of the Company's shares on the Ho Chi Minh Stock Exchange (HOSE).
- Develop risk mitigation scenarios corresponding to projected market conditions; strengthen risk management and internal control systems.
- Implement brand development initiatives positioning BV Land as a premium real estate developer creating distinctive, humane, and sustainable living spaces; enhance corporate brand awareness and elevate brand credibility.
- In human resource management: Continue implementing the strategy of "placing people at the center," focusing on internal succession planning and talent development, while strengthening alignment between employees and the Company's corporate culture. Complete the development of a competency framework for each position and align training and recruitment activities with such framework.

The above is the Report on Business and Operational Results for 2025 and the Business and Operational Plan for 2026.

Respectfully submitted to the 2026 Annual General Meeting of Shareholders for consideration and approval.

**THE BOARD OF DIRECTORS****CHAIRMAN****MR. NGUYEN TAN THANH**



No. 1.2/2026/BC/HĐQT-BVL

Date: 09/03/2026

## REPORT ON THE ACTIVITIES OF THE BOARD OF DIRECTORS IN 2025 AND THE PLAN FOR 2026

### Respectfully submitted to: Annual General Meeting of Shareholders 2026

The Board of Directors respectfully submits to the Annual General Meeting of Shareholders the report on its performance in 2025 and the operational plan for 2026 as follows:

#### I. GENERAL ASSESSMENT

In 2025, the Board of Directors of BV Land continued to be entrusted by the Annual General Meeting of Shareholders with the responsibility for governance, strategic direction, and oversight of the Company's operations, ensuring sustainable business development while optimizing shareholders' interests.

The year 2025 presented a mixed economic landscape, characterized by Vietnam's notable achievements alongside persistent global challenges. Domestically, Vietnam recorded an impressive GDP growth rate of 8.02%, ranking among the highest globally. Inflation was effectively controlled at 3.31%, creating a stable environment for production and consumption activities. However, the global economic context continued to pose substantial risks. Although global growth was maintained at approximately 2.5%–3.2%, geopolitical tensions, tariff challenges, trade protectionism, rising public debt, and other uncertainties remained unresolved and increasingly unpredictable. Overall, while 2025 was a successful year for Vietnam's economy, it also underscored significant challenges in sustaining high and stable growth amid global volatility.

Against the backdrop of strong domestic economic growth and expectations of a robust recovery in the real estate market—supported by the gradual resolution of legal bottlenecks - the Board of Directors submitted to the Annual General Meeting of Shareholders an ambitious growth plan for 2025. This plan was based on the expectation that certain projects would complete legal procedures for commencement and that ongoing projects would meet conditions for sales launch and revenue recognition. The results for 2025 demonstrate that, through thorough research, careful preparation, and professional product development and sales management, projects launched during the year—such as the Bavella Green Park Urban Area Project and the Diamond Hill Thai Nguyen Apartment Project—achieved positive business performance. As a result, the Company and its affiliated entities within the real estate segment recorded substantial year-on-year growth in revenue and profit compared to 2024, approaching the targets approved by the Annual General Meeting of Shareholders.

#### II. REPORT ON THE ACTIVITIES OF THE BOARD OF DIRECTORS IN 2025

##### 1. Performance of the Board of Directors and Its Members

- Implementation of the AGM Resolutions: On 25 April 2025, the Company successfully convened the 2025 Annual General Meeting of Shareholders, at which 100% of the



submitted agenda items were duly approved by shareholders. Key resolutions included:

(i) the 2025 business and operational plan; (ii) the dissolution of the Supervisory Board and the establishment of the Audit Committee under the Board of Directors; (iii) changes to the composition of the Board of Directors; (iv) payment of dividends in shares to shareholders; and (v) reversal of the Development Investment Fund into undistributed after-tax profits and cessation of further appropriations to the Development Investment Fund from 2025 onward. In implementation of the AGM Resolutions, the Board of Directors convened meetings to establish the Audit Committee under the Board of Directors and issued the Charter on Organization and Operation of the Audit Committee.

The Company entered into an engagement contract with Vietnam Auditing and Valuation Company Limited (AVA) for the review of the semi-annual financial statements and the audit of the 2025 annual financial statements. It also signed a contract with National Securities Joint Stock Company (NSI) to provide advisory services for the issuance of shares for dividend payment to shareholders.

The Company completed all required procedures with the State Securities Commission and relevant authorities for the share issuance for dividend payment and the registration of additional shares for trading.

- Meetings of the Board of Directors: In 2025, the Board of Directors issued 32 Resolutions approving significant matters, including: (i) quarterly business performance reports and business plans; (ii) the agenda, meeting program, and documentation for the Annual General Meeting of Shareholders (AGM); (iii) transactions with related parties; (iv) appointment and dismissal of personnel; (v) implementation of the plan for share issuance for dividend payment to shareholders; (vi) investment and project development activities; and (vii) divestment and termination of parent company status in respect of Dong Nai Producing Trading Services Joint Stock Company.

Details are set out in the attached Appendix.

- Evaluation of the Performance of the Board of Directors and Its Members

In 2025, BV Land recorded certain changes in the composition of the Board of Directors.

The details are as follows:

| No. | Member of the Board of Directors | Position                      | Date of appointment/ dismissal<br>dd/mm/yyyy |                   |
|-----|----------------------------------|-------------------------------|----------------------------------------------|-------------------|
|     |                                  |                               | Date of appointment                          | Date of dismissal |
| 1   | Mr. Nguyen Tan Thanh             | Chairman of the BOD           | 23/09/2024                                   |                   |
| 2   | Mr. Nguyen Vu Thien              | Member of the BOD             | 21/04/2023                                   | 25/04/2025        |
| 3   | Mr. Ly Tuan Anh                  | Member of the BOD/CEO         | 21/04/2023                                   |                   |
| 4   | Mr. Pham Trong Binh              | Independent Member of the BOD | 21/04/2023                                   |                   |
| 5   | Ms. Khuong Hai Ninh              | Member of the BOD/ Deputy CEO | 21/09/2024                                   |                   |
| 6   | Ms. Vu Thi Ha                    | Member of the BOD             | 25/04/2025                                   |                   |



All members of the Board of Directors demonstrated active participation and a high sense of responsibility in all meetings, while also providing substantive written opinions on significant matters. Each member effectively fulfilled his/her role, ensuring that all decisions were made in the best interests of shareholders and aligned with the Company's sustainable development objectives.

## 2. Remuneration, Operating Expenses and Other Benefits of the Board of Directors and Its Members

- In accordance with the Resolution of the 2025 Annual General Meeting of Shareholders, the Chairman and members of the Board of Directors did not receive remuneration or other benefits.

Mr. Pham Trong Binh received an allowance in his capacity as an Independent Member of the Board of Directors. Mr. Ly Tuan Anh and Ms. Khuong Hai Ninh received salaries and bonuses corresponding to their full-time executive positions within the Board of Management. Details are presented in the 2025 Financial Statements and in the Proposal on the Finalization of Remuneration, Bonuses and Allowances of the Board of Directors for 2025 submitted to the Annual General Meeting of Shareholders.

- Regarding operating expenses: Such expenses were implemented in compliance with the Company's Financial Regulations, payment procedures, and business travel policy.

## 3. Report on Related-Party Transactions

- Transactions between the Company, its subsidiaries, and companies in which the public company holds more than 50% of the charter capital: Details are provided in the 2025 Corporate Governance Report.
- Transactions between the Company and enterprises in which a Board member was a founding shareholder or held a managerial position within three (03) years prior to the transaction date: Details are provided in the 2025 Corporate Governance Report.

## 4. Activities of the Independent Member of the Board of Directors and the Independent Member's Assessment of the Board's Performance

- Activities of the Independent Member of the Board of Directors – Mr. Pham Trong Binh
  - + Attended 100% of meetings convened by the Board of Directors, including written consultations. He carefully reviewed all meeting materials prior to each meeting and provided practical and constructive recommendations to the Board, particularly regarding the macroeconomic, political and social context, market developments, investment opportunities, governance and management approaches, with a strong focus on financial governance and risk management matters.
  - + Convened and chaired two (02) meetings of the Audit Committee under the Board of Directors.
- Assessment by the Independent Member of the Board of Directors: Pursuant to Clause 4, Article 280 of Decree No. 155/2020/ND-CP guiding the implementation of the 2019 Law on Securities, the Board of Directors requested the Independent Member to prepare an assessment report on the Board's performance in 2025. The assessment results are as follows:
  - + Level of compliance and effectiveness of the corporate governance structure: The



Board comprises three (03) non-executive members out of five (05), including one (01) Independent Member. The Chairman of the Board does not concurrently hold the position of Chief Executive Officer. Two (02) out of five (05) Board members are female. The Board members possess diverse professional backgrounds, including construction, finance/banking, business administration, and auditing, which are aligned with the Company's business operations. This structure ensures compliance with securities law regulations and supports effective decision-making. Responsibilities among Board members are clearly assigned. In addition, the Board has established an Audit Committee to enhance inspection and supervision over the activities of the Executive Management.

- + The Board of Directors organized and maintained regular quarterly meetings and convened extraordinary meetings when necessary to promptly approve significant matters within its authority, with a 100% approval rate among attending members. The Board has complied with its functions and duties and fully implemented the resolutions approved by the General Meeting of Shareholders.
- + The execution of transactions with shareholders, insiders, and related parties was carefully reviewed to ensure compliance with applicable laws, and such transactions were approved and disclosed prior to implementation.
- + Assessment: The Board of Directors has effectively performed its assigned functions, duties, and powers in an honest and prudent manner, acting in the best interests of the Company and its shareholders.

## 5. Activities of the Audit Committee and other bodies under the Board of Directors

### - Activities of the Audit Committee

- + The Audit Committee under the Board of Directors was established on 25 April 2025, comprising two members: Mr. Pham Trong Binh – Independent Member of the Board of Directors and Ms. Vu Thi Ha – Non-executive Member of the Board of Directors. The Audit Committee has developed its Operational Regulations, which were approved by the Board of Directors and disclosed in accordance with applicable regulations.
- + In 2025, the Audit Committee held two meetings to approve its work plan and to review and evaluate work programs within its assigned functions and responsibilities. During its operations, the Audit Committee provided recommendations and effective solutions to the Board of Directors and the Executive Board on various matters, including the development of an effective risk management and internal control system, as well as the review and assessment of related-party transactions.

- Activities of the Internal Audit Department: In 2025, under the direction of the Board of Directors and the direct supervision of the Audit Committee, the Internal Audit Department completed two audit engagements. These audits focused on key activities, including the audit of the 2024 financial statements and the semi-annual financial statements for 2025, as well as the audit of sales operations at the Bavella Green Park Urban Area project and the Diamond Hill Thai Nguyen Apartment project. As a result, in 2025 the Internal Audit Department did not identify any material risk events or significant compliance violations in



the audited activities. Any operational errors identified during the audits were promptly corrected and rectified by the relevant departments following the comments and recommendations issued by the Internal Audit Department.

**6. Supervisory results regarding the Chief Executive Officer and the Executive Board**

- In 2025, the Board of Directors supervised and directed the activities of the Chief Executive Officer and the Executive Board in implementing the Resolutions of the General Meeting of Shareholders and the Resolutions of the Board of Directors through reporting mechanisms, information channels, and periodic reports, as well as through inspections and supervision conducted by the Audit Committee and the Internal Audit Department.
- The Board of Directors highly appreciates the operational effectiveness of the Executive Board. The Executive Board has managed the Company's daily business operations in a prompt and timely manner, ensuring the proper exercise of its rights and fulfillment of its duties in accordance with applicable laws and the Company's Charter. In particular, the Board of Directors acknowledges the Executive Board's strong focus on risk management, internal control, brand development, corporate culture building, as well as human resource planning, training, and development. These efforts have contributed to preparing the necessary resources for the Company's breakthrough growth in the coming period and its long-term sustainable development.

**III. ORIENTATIONS OF THE BOARD OF DIRECTORS FOR 2026**

In 2026, global GDP growth is projected to remain modest, estimated at around 2.6%–3.3%, reflecting economic divergence among regions and persistent risks arising from public debt, rising trade protectionism, and geopolitical instability. Against this backdrop, Vietnam has set an ambitious economic growth target of over 10%, driven by both traditional growth engines and emerging drivers such as the digital, green, and circular economy. The real estate market is expected to gradually regain momentum while maintaining a cautious outlook, particularly under the significant influence of high bank lending interest rates. Housing products serving genuine residential demand are anticipated to continue leading market activity.

Building upon the capabilities accumulated in recent years and the projects currently under implementation or scheduled for launch in the near future, the Board of Directors has set a high growth target for both separate and consolidated revenue and profit, with a minimum growth rate of over 22%. In order to achieve these objectives, the Board of Directors has identified several key priorities:

- The Company will coordinate with its member units, including BV Invest and Areca Vietnam, to accelerate the sale of remaining products at Bavella Green Park, Diamond Hill Thai Nguyen, and Tay Dinh Tri Social Housing Project. For the Diamond Hill Bac Giang project, priority will be given to resolving legal procedures related to the issuance of ownership certificates in order to launch the commercial podium and low-rise shophouse products. For the Diamond Hill Thai Nguyen project, construction will be completed in accordance with the planned schedule to ensure eligibility for inspection, handover, and revenue recognition within 2026.
- The Company will continue to implement legal procedures for investment projects and commence construction in line with approved schedules, while simultaneously seeking opportunities to develop additional projects and expand its land bank to support the

Company's next stage of development.

- Synchronous solutions will also be implemented to strengthen the BV Land corporate brand as well as the individual brands of each project product line. Through these initiatives, the Company aims to further enhance brand recognition and reputation, positioning BV Land as a premium real estate developer dedicated to creating sustainable, human-centered, and distinctive living spaces.
- In parallel, the Company will maintain strong relationships with credit institutions while proactively identifying additional capital mobilization channels to ensure adequate funding for upcoming investment projects.
- The Board of Directors will continue to enhance the effectiveness of the internal control system, quality management framework, and enterprise risk management practices to ensure sound governance and operational stability.
- The Company will also strengthen and enhance the effectiveness of the internal control system, quality management, and risk management.
- At the same time, the Company will persist in implementing programs and action plans aimed at improving the quality of human resources and enhancing labor productivity. Efforts will also focus on deepening the development of corporate culture in order to strengthen employees' trust and alignment with the Company's core values.

The above constitutes the report of the Board of Directors on its operational results in 2025 and the orientations for 2026, respectfully submitted to the General Meeting of Shareholders for approval.

**Recipients:**

- Shareholders;
- Members of the Board of Directors;
- Save: HR

**THE BOARD OF DIRECTORS****CHAIRMAN****MR. NGUYEN TAN THANH**



**APPENDIX 01**
**LIST OF BOARD OF DIRECTORS' MEETINGS IN 2025**

| No. | Resolution/<br>Decision No. | Content                                                                                                                                                                                            | Meeting date<br>dd/mm/yyyy | Approval<br>rate |
|-----|-----------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------|------------------|
| 1.  | 01/2025/NQ/HĐQT-BVL         | Resolution approving the General Director's report on Q4/2024 business performance and the business plan for Q1/2025                                                                               | 20/01/2025                 | 100%             |
| 2.  | 02/2025/NQ/HĐQT-BVL         | Resolution approving the execution of an addendum to the consultancy contract for investment construction project management of Diamond Hill Thai Nguyen                                           | 04/03/2025                 | 100%             |
| 3.  | 03/2025/NQ/HĐQT-BVL         | Resolution approving the record date for shareholders eligible to attend the 2025 Annual General Meeting of Shareholders                                                                           | 06/03/2025                 | 100%             |
| 4.  | 03A/2025/NQ/HĐQT-BVL        | Resolution approving the selling prices (Phase 01) of land products of the Tay Dinh Tri Project – Bac Giang City                                                                                   | 07/03/2025                 | 100%             |
| 5.  | 04/2025/NQ/HĐQT-BVL         | Resolution approving the execution of the sales management contract for the Western Dinh Tri New Urban Area Project (trade name: Bavella Green Park) with Areca Vietnam Investment and Service JSC | 18/03/2025                 | 100%             |
| 6.  | 05/2025/NQ/HĐQT-BVL         | Resolution approving the execution of the framework contract for the supply of steel and construction materials for Diamond Hill Thai Nguyen Project with BV Life JSC                              | 19/03/2025                 | 100%             |
| 7.  | 06/2025/NQ/HĐQT-BVL         | Resolution approving the adjustment of the investment project of the Western Dinh Tri New Urban Area                                                                                               | 21/03/2025                 | 100%             |
| 8.  | 07/2025/NQ/HĐQT-BVL         | Resolution approving the reappointment of Mr. Nguyen Duc Luu as Chief Accountant of the Company                                                                                                    | 31/03/2025                 | 100%             |
| 9.  | 08/2025/NQ/HĐQT-BVL         | Resolution approving the plan to organize the 2025 Annual General Meeting of Shareholders                                                                                                          | 02/04/2025                 | 100%             |

|     |                      |                                                                                                                                                                                                                                                                                                |            |      |
|-----|----------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------|------|
| 10. | 09/2025/NQ/HĐQT-BVL  | Resolution approving capital contribution to establish an enterprise and appointment of the authorized capital representative                                                                                                                                                                  | 14/04/2025 | 100% |
| 11. | 10/2025/NQ/HĐQT-BVL  | Resolution approving additional capital contribution to the Tay Dinh Tri New Urban Area Project                                                                                                                                                                                                | 15/04/2025 | 100% |
| 12. | 10A/2025/NQ/HĐQT-BVL | Resolution approving the selling prices (Phase 02) of shell houses of the Tay Dinh Tri Project – Bac Giang City                                                                                                                                                                                | 21/04/2025 | 100% |
| 13. | 11/2025/NQ/HĐQT-BVL  | Resolution approving the contents of the investment cooperation contract for BV Diamond Hill Thai Nguyen Project between BV Land JSC and BV Invest JSC                                                                                                                                         | 22/04/2025 | 100% |
| 14. | 12/2025/NQ/HĐQT-BVL  | Resolution approving the General Director's report on Q1/2025 business performance and the business plan for Q2/2025                                                                                                                                                                           | 23/04/2025 | 100% |
| 15. | 13/2025/NQ/HĐQT-BVL  | Resolution approving the establishment of the Audit Committee under the Board of Directors and promulgation of its Operating Regulations                                                                                                                                                       | 25/04/2025 | 100% |
| 16. | 14/2025/NQ/HĐQT-BVL  | Resolution approving the business plan for 2025–2026 and the borrowing plan at Vietcombank – Thanh Xuan Branch                                                                                                                                                                                 | 25/06/2025 | 100% |
| 17. | 15/2025/NQ/HĐQT-BVL  | Resolution approving the implementation of the plan to issue shares to pay dividends for 2024                                                                                                                                                                                                  | 03/07/2025 | 100% |
| 18. | 16/2025/NQ/HĐQT-BVL  | Resolution approving the record date for paying dividends in shares for 2024                                                                                                                                                                                                                   | 17/07/2025 | 100% |
| 19. | 16A/2025/NQ/HĐQT-BVL | Resolution approving Q2/2025 business results and the business plan for Q3/2025                                                                                                                                                                                                                | 24/07/2025 | 100% |
| 20. | 16B/2025/NQ/HĐQT-BVL | Resolution approving the investment policy for the Social Housing Construction Project at the Western Dinh Tri New Urban Area, Bac Ninh Province, and establishment of a consortium with Areca Vietnam Investment and Service JSC, Bach Viet Group JSC, and TMG Infrastructure Development JSC | 30/07/2025 | 100% |



|     |                     |                                                                                                                                                                                                                         |            |      |
|-----|---------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------|------|
| 21. | 17/2025/NQ/HĐQT-BVL | Resolution approving the execution of two contracts for the supply of materials with BV Life JSC for the Diamond Hill Thai Nguyen Mixed-use High-rise Project                                                           | 07/08/2025 | 100% |
| 22. | 18/2025/NQ/HĐQT-BVL | Resolution approving the issuance results, completion of the share issuance for dividend payment for 2024, and amendment of business registration                                                                       | 08/08/2025 | 100% |
| 23. | 19/2025/NQ/HĐQT-BVL | Resolution approving the change of policy under Resolution No. 16B/2025/NQ/HĐQT-BVL dated 30/07/2025 regarding the Social Housing Construction Project at the Western Dinh Tri New Urban Area, Bac Ninh Province        | 11/08/2025 | 100% |
| 24. | 20/2025/NQ/HĐQT-BVL | Resolution approving the subscription for shares issued by TMG Infrastructure Development JSC to existing shareholders and appointment of the authorized capital representative                                         | 14/08/2025 | 100% |
| 25. | 21/2025/NQ/HĐQT-BVL | Approval of the appointment of Mr. Tran Thanh Tung as Head and Mr. Khuat Quang Hung as Member of the Internal Audit Unit                                                                                                | 25/08/2025 | 100% |
| 26. | 22/2025/NQ/HĐQT-BVL | Resolution approving the investment policy for the Social Housing Project at Lot A2-4, Ngu Hanh Son Street and access road to Tien Son Bridge, Da Nang City, and establishment of a consortium with Bach Viet Group JSC | 03/09/2025 | 100% |
| 27. | 23/2025/NQ/HĐQT-BVL | Approval of selling prices (Phase 03) of land products of the Western Dinh Tri Project, Bac Ninh                                                                                                                        | 12/09/2025 | 100% |
| 28. | 24/2025/NQ/HĐQT-BVL | Approval of selling prices (Phase 04) of land products of the Western Dinh Tri Project, Bac Ninh                                                                                                                        | 16/09/2025 | 100% |
| 29. | 25/2025/NQ/HĐQT-BVL | Resolution approving the mortgage of land use rights, house ownership and attached assets as collateral for obligations at Vietnam–Russia Joint Venture Bank                                                            | 05/11/2025 | 100% |

|     |                     |                                                                                                                                                                                  |            |      |
|-----|---------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------|------|
| 30. | 26/2025/NQ/HĐQT-BVL | Resolution approving the execution of the sales management contract for the Diamond Hill Thai Nguyen Mixed-use High-rise Project with BV Invest JSC                              | 21/11/2025 | 100% |
| 31. | 27/2025/NQ/HĐQT-BVL | Resolution approving Q3/2025 business results and the business plan for Q4/2025                                                                                                  | 22/11/2025 | 100% |
| 32. | 28/2025/NQ/HĐQT-BVL | Resolution approving the execution of the Share Transfer Agreement for the transfer of shares owned by BV Land JSC in Dong Nai Production Trading and Service JSC to BV Life JSC | 04/12/2025 | 100% |







Số: 1.3/2026/BC/UBKT-BVL

Ngày: 09/03/2026

**REPORT ON THE ACTIVITIES OF THE INDEPENDENT MEMBER OF THE BOARD OF  
DIRECTORS SERVING ON THE AUDIT COMMITTEE IN 2025**

**Respectfully submitted to: Annual General Meeting of Shareholders 2026**

The Independent Member of the Board of Directors respectfully submits to the 2026 Annual General Meeting of Shareholders for approval the Report on the activities of the Independent Member of the Board of Directors serving on the Audit Committee in 2025, with details as follows:

**I. RESULTS OF ACTIVITIES IN 2025**

**1. Remuneration, operating expenses and other benefits of the Audit Committee**

The Audit Committee under the Board of Directors was established on 25 April 2025 pursuant to Resolution No. 13/2025/NQ/HDQT-BVL of the Board of Directors. The members of the Audit Committee are as follows:

- Mr. Pham Trong Binh – Independent Member of the Board of Directors: Chairman of the Audit Committee
- Ms. Vu Thi Ha – Non-executive Member of the Board of Directors: Member of the Audit Committee

**2. Members of the Audit Committee did not receive any remuneration or other benefits during the reporting period. In 2025, the Audit Committee did not incur any operating expenses. Operating mechanism of the Audit Committee**

The Audit Committee operates in accordance with the Operating Regulations of the Audit Committee issued by the Board of Directors, which are consistent with the Company's Charter and the applicable laws and regulations (Law on Enterprises 2020, Law on Securities 2019, Decree No. 155 guiding the implementation of the Law on Securities, and Circular No. 116 guiding the implementation of the Law on Enterprises 2020 and Decree No. 155/2020).

**3. Meetings of the Audit Committee**

In 2025, the Audit Committee held two regular meetings. Details are as follows:

| No. | Audit Committee Member | Number of Meetings | Attendance and Voting Rate | Conclusions and Recommendations                                                                       |
|-----|------------------------|--------------------|----------------------------|-------------------------------------------------------------------------------------------------------|
| 1   | Mr. Pham Trong Binh    | 02/02              | 100%                       | Meeting on 07 July 2025: Discussion and agreement on the objectives and operational plan of the Audit |

|   |               |       |      |                                                                                                                                                                                                                                                                                                                           |
|---|---------------|-------|------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 2 | Ms. Vu Thi Ha | 02/02 | 100% | <p>Committee for the last six months of 2025.</p> <p>Meeting on 31 December 2025: Review of the implementation of the Board of Directors' Resolutions in 2025; review and assessment of the effectiveness of the Company's internal control and risk management systems; discussion of the operational plan for 2026.</p> |
|---|---------------|-------|------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|

**4. Results of supervision over the financial statements, operational performance, and financial position of the Company**

- Preparation of financial statements: The Audit Committee supervised the preparation and explanatory notes of the quarterly, semi-annual and annual financial statements for 2025 before they were submitted by the Executive Board to the Board of Directors, the General Meeting of Shareholders, or disclosed to the public in accordance with legal regulations. The supervision results indicate that:
  - o The quarterly, semi-annual and annual financial statements for 2025 were prepared and disclosed in compliance with applicable accounting standards, accounting regimes and relevant legal regulations.
  - o Financial and accounting activities were conducted in accordance with the Company's internal procedures and applicable legal regulations. Accounting policies and principles for determining accounting estimates were applied consistently, and no material changes were recorded.
- Results of supervision of independent audit services
  - o The semi-annual financial statements and the annual financial statements for 2025 were reviewed and audited by Vietnam Auditing and Valuation Co., Ltd. The audit firm was selected in accordance with the list and criteria approved by the Annual General Meeting of Shareholders. The Audit Committee held discussions to further clarify information related to the financial statements and agreed with the auditor's opinions on material matters.
  - o The scope, contents, methodology, and audit timeline were carried out by the independent auditor in accordance with the provisions of the audit contract. The Audit Committee highly appreciated the auditor's independence, professionalism, and the quality of the audit reports.
- Results of supervision of the Company's operational and financial situation: Please refer to the audited Financial Statements for 2025 and the Report on Business Performance for 2025 submitted to the General Meeting of Shareholders for further details.

**5. Assessment Report on Related Party Transactions**

- The Audit Committee was fully provided by the Board of Directors and the Executive Board with information and reports on transactions with related parties. The Audit Committee also



made recommendations regarding transactions that require approval from the Board of Directors or the General Meeting of Shareholders.

- Transactions between the Company, its subsidiaries, or companies in which the public company holds more than 50% of the charter capital and members of the Board of Directors, the Executive Board, other managers of the enterprise, and their related persons; as well as transactions between the Company and companies in which members of the Board of Directors, the Executive Board, or other managers were founding members or held managerial positions within the three years preceding the transaction: such transactions were approved by the Board of Directors in accordance with regulations and fully disclosed prior to implementation, and were summarized and reported in the Semi-annual Corporate Governance Report and the Annual Corporate Governance Report.

**6. Assessment Results of the Company's Internal Control and Risk Management System**

- The Company has established an Internal Audit Department and appointed qualified personnel to the positions of Head of Internal Audit and Internal Auditors. At the same time, the Company has issued Internal Audit Regulations and audit procedures as the basis for implementing internal audit activities.
- In 2025, the Internal Audit Department conducted financial statement audits and compliance audits across various operational areas, while also providing numerous recommendations and solutions to the audited units. Follow-up reviews by the Internal Audit Department recorded that more than 84% of the recommendations in the internal audit reports had been implemented and addressed by the relevant departments.
- Control activities at the first line of defense are consistently emphasized through the allocation of responsibilities among departments, ensuring multiple layers of control. Control personnel are rotated from the Internal Audit Department to ensure they have a thorough understanding of the Company's procedures and regulations, as well as the necessary skills to review and detect errors.
- The Legal, Construction Inspection, and Internal Control functions have been increasingly strengthened with personnel possessing solid professional expertise and a strong understanding of the Company's operations, serving as an important second line of defense that reinforces the effectiveness of the internal control system.

**7. Supervision Results over the Board of Directors, the Chief Executive Officer and Other Executives of the Company**

- Supervision results over the Board of Directors
  - o The Board of Directors has oriented the development of the BV Land brand with the positioning of a high-end real estate brand that creates humane, sustainable and distinctive living communities. At the same time, the Board approved the implementation plans developed by the Executive Board and closely supervised the fulfillment of the objectives and tasks set out in the Resolution of the 2025 Annual General Meeting of Shareholders.



- Members of the Board of Directors attended meetings in full, reviewed the meeting materials in advance, and participated in discussions and voting in accordance with the regulations, as well as the functions and responsibilities of the Board of Directors.
- Supervision results over the Chief Executive Officer and the Executive Board
  - The Executive Board has fully implemented and closely followed the resolutions of the Board of Directors, demonstrated strong determination in directing business and operational activities, and proactively provided timely and comprehensive reports to the Board of Directors. At the same time, the Executive Board proposed appropriate solutions to achieve the Company's business objectives.
  - The Chief Executive Officer has clearly assigned responsibilities among members of the Executive Board, with each member in charge of specific functional areas, and has organized regular meetings to direct and manage the business operations of each unit.
  - No violations or material errors in the management and executive activities of the Executive Board were recorded by regulatory authorities or competent state agencies.

**8. Results of the evaluation of coordination between the Audit Committee, the Board of Directors, the Chief Executive Officer and shareholders**

- In 2025, the Audit Committee consistently received close guidance from the Board of Directors and maintained close coordination with the Executive Board in implementing inspection and supervision activities.
- During the course of its work, the Board of Directors and the Executive Board cooperated and created favorable conditions for the Audit Committee to perform its duties, such as providing information and documents for supervisory activities and assigning personnel to coordinate and provide support when required. Recommendations and proposals made by the Audit Committee were considered by the Board of Directors and the Executive Board, which instructed the relevant units to implement them seriously.
- The Audit Committee informed the Board of Directors and the Executive Board of its annual work plan and supervision plan and coordinated with the Company's functional departments in implementation. Any arising matters were discussed and resolved in a timely manner.

**II. PLAN OF ACTIVITIES OF THE AUDIT COMMITTEE IN 2026**

In order to achieve its operational objectives, the Audit Committee has developed key tasks in the 2026 activity plan as follows:

- Develop an effective working program; closely coordinate with the Internal Audit Department and establish a comprehensive system for information collection, inspection, and supervision; hold at least two meetings per year to review activities and develop working plans for the subsequent period.
- Update legal regulations and international practices on risk governance; propose to the Board of Directors solutions to improve the effectiveness of the internal control and risk management systems; recommend remedial measures to address deficiencies and handle material issues affecting the safety and efficiency of the Company's operations.



- Supervise the compliance with engagement contracts and the quality of services provided by the independent audit firm during audit engagements.
- Review transactions with related parties to ensure that such transactions are approved by the Board of Directors or the General Meeting of Shareholders in accordance with the appropriate authority prior to implementation.
- Perform other duties in accordance with the Regulations on the Organization and Operation of the Company's Audit Committee.

This report presents the operational results of the Independent Member of the Board of Directors serving on the Audit Committee in 2025.

Respectfully submitted to the General Meeting of Shareholders.

Wishing the General Meeting great success!

**CHAIRMAN OF THE AUDIT COMMITTEE**



**PHAM TRONG BINH**



**BV LAND JOINT STOCK COMPANY**

4th floor, Rivera Park building, 69 Vu Trong Phung Street,  
Thanh Xuan Ward, Ha Noi, Vietnam  
0243.556.0999 www.bvland.vn

No. 1.1/2026/TTr/HĐQT-BVL

Date: 09/03/2026

**PROPOSAL**

*Separate and consolidated audited financial statements for 2025*

**Respectfully submitted to: Annual General Meeting of Shareholders 2026**

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

The Board of Directors respectfully submits to the 2026 Annual General Meeting of Shareholders of BV Land Joint Stock Company for approval the separate and consolidated Financial Statements for 2025, which have been audited by Vietnam Auditing and Valuation Company Limited (AVA).

For details, please refer to the Company's website at: <https://bvland.vn/en/danh-muc-quan-he-co-dong/financial-report/>

The Board of Directors respectfully submits to the 2026 Annual General Meeting of Shareholders of BV Land Joint Stock Company for review and approval of this Report.

Respectfully submitted.

**Recipients:**

- Shareholders;
- Members of the BOD and the AC;
- Save: HR

**THE BOARD OF DIRECTORS**  
  
**CHAIRMAN**  
**MR. NGUYEN TAN THANH**



No. 1.2/2026/TTr/HĐQT-BVL

Date: 09/03/2026

### PROPOSAL

*Re: the settlement of salaries, remuneration, bonuses and allowances of the Board of Directors and the Board of Supervisors in 2025 and the remuneration and allowance plan for 2026*

**Respectfully submitted to: Annual General Meeting of Shareholders 2026**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated 17 June 2020 and its guiding documents;
- Pursuant to the Charter of BV Land Joint Stock Company;
- Pursuant to the Resolution of the 2025 Annual General Meeting of Shareholders of BV Land Joint Stock Company;
- Based on the actual situation.

The Board of Directors of BV Land Joint Stock Company respectfully submits to the 2026 Annual General Meeting of Shareholders for approval the settlement of salaries, remuneration, bonuses, and allowances of the Board of Directors and the Board of Supervisors for 2025, and the proposed remuneration and allowances for 2026, with details as follows:

**1. Report on the settlement of salaries, remuneration, bonuses, and allowances of the Board of Directors and the Board of Supervisors in 2025**

| No.      | Content                                                                    | Total 2025 (VND)  | Note                |
|----------|----------------------------------------------------------------------------|-------------------|---------------------|
| <b>1</b> | <b>Board of Directors</b>                                                  | <b>30,000,000</b> |                     |
|          | Remuneration and bonuses of the Chairman of the Board of Directors         | 0                 |                     |
|          | Remuneration and bonuses of Members of the Board of Directors (03 members) | 0                 |                     |
|          | Allowance for the Independent Member of the Board of Directors             | 30,000,000        | Q4/2024 and 2025    |
| <b>2</b> | <b>Board of Supervisors</b>                                                | <b>12,000,000</b> |                     |
|          | Salary and bonus of the Head of the Board of Supervisors                   | 0                 |                     |
|          | Remuneration of Members of the Board of Supervisors (02 members)           | 12,000,000        | Q4/2024 and Q1/2025 |

**2. The remuneration and allowance plan for 2026**

| No. | Content                                                            | Salaries and remuneration<br>(VND/person/month) | Total 2026 (VND)  |
|-----|--------------------------------------------------------------------|-------------------------------------------------|-------------------|
|     | <b>Board of Directors</b>                                          |                                                 | <b>24,000,000</b> |
| 1   | Remuneration and bonuses of the Chairman of the Board of Directors | 0                                               | 0                 |
| 2   | Remuneration and bonuses of Members                                | 0                                               | 0                 |

|   |                                                                |           |            |
|---|----------------------------------------------------------------|-----------|------------|
|   | of the Board of Directors (03 members)                         |           |            |
| 3 | Allowance for the Independent Member of the Board of Directors | 2,000,000 | 24,000,000 |

**Ghi chú:**

- The Audit Committee does not receive remuneration or bonuses. Members of the Board of Directors who concurrently hold positions as Chief Executive Officer/Deputy Chief Executive Officer receive salaries and bonuses according to their executive positions as decided by the Board of Directors, based on the Company's Financial Regulations and Salary and Bonus Regulations, and these amounts are disclosed as separate items in the annual financial statements.
- The allowance for the Independent Member of the Board of Directors is paid on a quarterly basis and finalized at the end of the financial year.

Respectfully submitted to the 2026 Annual General Meeting of Shareholders for consideration and approval.

Sincerely.

**Recipients:**

- As above;
- Save: HR


**THE BOARD OF DIRECTORS**  
  
**CHAIRMAN**  
**MR. NGUYEN TAN THANH**



No. 1.3/2026/TTr/HĐQT-BVL

Date: 09/03/2026

## PROPOSAL

*Re: the plan for setting up funds and profit distribution in 2025 and the profit distribution plan for 2026*

### Respectfully submitted to: Annual General Meeting of Shareholders 2026

- Pursuant to the Law on Enterprises 2020 and its guiding documents;
- Pursuant to the Law on Securities 2019 and its guiding documents;
- Pursuant to the Charter of BV Land Joint Stock Company;
- Based on the business performance results in 2025 and the business plan for 2026;
- Based on the actual situation.

The Board of Directors of BV Land Joint Stock Company respectfully submits to the General Meeting of Shareholders for approval the plan for appropriation of funds and profit distribution for 2025, and the proposed profit distribution plan for 2026. Details are as follows:

#### 1. Plan for Setting Up Funds and Profit Distribution in 2025

| No. | Item                                                                                                    | Amount (VND billion) |
|-----|---------------------------------------------------------------------------------------------------------|----------------------|
| 1   | <b>Profit after Corporate Income Tax in 2025</b>                                                        | <b>253.3</b>         |
| 2   | <b>Allocation to funds</b>                                                                              | <b>3</b>             |
|     | Welfare Fund (0.6% of PAT)                                                                              | 1.5                  |
|     | Reward Fund (0.6% of remaining PAT)                                                                     | 1.5                  |
| 3   | <b>Accumulated undistributed profit up to the end of the previous period</b>                            | <b>47.8</b>          |
| 4   | <b>Dividend distribution to shareholders in shares (20% of charter capital at the time of issuance)</b> | <b>178.8</b>         |
| 5   | <b>Total retained earnings for business operations</b>                                                  | <b>119.3</b>         |

**Note:** The above amounts are provisional and rounded. The appropriation to funds and dividend distribution will be implemented based on the approved percentage (%).

#### 2. Plan for setting up funds and profit distribution in 2026

Based on the business plan, the Company proposes the following plan for the appropriation of funds and profit distribution for 2026:

- Welfare Fund: 0.5% of profit after tax for 2026
- Reward Fund: 0.5% of the remaining profit after tax for 2026
- Dividend payment to shareholders (expected in shares and/or cash) with a maximum rate of 20% of the charter capital at the time of issuance

#### 3. Implementation

The 2026 Annual General Meeting of Shareholders assigns the Board of Directors to take the lead in directing the legal representative of the Company to organize the implementation of the appropriation of funds and the payment of dividends to shareholders from after-tax profit in accordance with the percentage approved by the General Meeting of Shareholders under Item (1).

The General Meeting of Shareholders also authorizes the Board of Directors to, depending on the business performance in 2026, decide on all matters relating to the interim dividend payment for 2026 in accordance with the plan set out in Item (2), including whether or not to implement the interim dividend payment, the interim dividend rate (ensuring that it does not exceed 20% of the charter capital), the timing and method of payment, and other matters related to the interim dividend payment to shareholders.

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

Sincerely.

**Recipients:**

- As above;
- CEO;
- Save: FAD; BOD Assistant.

**THE BOARD OF DIRECTORS**  
  
**CHAIRMAN**  
**MR. NGUYEN TAN THANH**  
  




No: 1.4/2026/TTr/HĐQT-BVL

Date: 09/03/2026

**PROPOSAL***Re: Approval of the share issuance plan for dividend payment in 2025***Respectfully submitted to: Annual General Meeting of Shareholders 2026**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 adopted by the National Assembly of the Socialist Republic of Vietnam on 17 June 2020, and its amendments and supplements;
- Pursuant to the Law on Securities No. 54/2019/QH14 adopted by the National Assembly of the Socialist Republic of Vietnam on 26 November 2019, and its amendments and supplements;
- Pursuant to Decree No. 155/2020/ND-CP dated 31 December 2020 of the Government detailing the implementation of a number of articles of the Law on Securities;
- Pursuant to Decree No. 245/2025/ND-CP dated 11 September 2025 of the Government amending and supplementing a number of articles of Decree No. 155/2020/ND-CP;
- Pursuant to the Charter of BV Land Joint Stock Company;
- Based on the actual situation.

The Board of Directors of BV Land Joint Stock Company respectfully submits to the General Meeting of Shareholders for approval the plan for issuing shares to pay dividends for 2025. Details are as follows:

**1. Approval of the share issuance plan.**

- Share name: Shares of BV Land Joint Stock Company
- Share type: Ordinary shares
- Par value: VND 10,000 per share
- Number of shares currently outstanding: 89,411,287 shares
- Number of treasury shares: 0 shares
- Share issuance ratio for dividend payment: 20% of the total number of shares outstanding at the time of issuance, equivalent to an exercise ratio of 5:1 (on the record date, shareholders owning 01 share will receive 01 right, and every 5 rights will entitle the shareholder to receive 1 additional share issued for dividend payment).
- Total number of shares expected to be issued for dividend payment: up to 17,882,257 shares
- Total expected issuance value at par value: up to VND 178,822,570,000.
- Principles for rounding and handling fractional shares: *The number of shares to be issued will be rounded down to the nearest whole share. Any fractional shares (if any) arising from the calculation will be cancelled. For example, on the record date, shareholder Nguyen Van A owns 197 shares. The number of additional shares that shareholder Nguyen Van A is entitled to receive is calculated as  $(197/5) \times 1 = 39.4$  shares. According to the rounding principle and the handling method for fractional shares, the number of shares received after*



*rounding down to the nearest whole share will be 39 shares; the fractional 0.4 share will be cancelled.*

- Source of issuance: From the undistributed after-tax profit as recorded in the audited financial statements for 2025.
- Eligible participants: Existing shareholders whose names appear on the shareholder register on the record date for exercising the right to receive dividends for 2025.
- Method of implementation: Existing shareholders will receive additional shares through the exercise of rights. The right to receive additional shares issued from equity capital is non-transferable.
- Transfer restrictions: Shares that are currently subject to transfer restrictions (if any) will still be entitled to receive additional shares from this issuance. Shares issued from equity capital in this issuance will not be subject to transfer restrictions.
- Expected issuance timeline: In 2026, in compliance with applicable legal regulations.
- Distribution method: Shares will be distributed directly to existing shareholders whose names appear on the shareholder register on the record date for exercising the right to receive dividends.

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

- Decide the specific timing of the issuance and carry out the registration of the issuance with the State Securities Commission of Vietnam.
- Decide the detailed contents of the issuance plan and implement all procedures and processes in accordance with the approved plan, including amending or supplementing the issuance plan as required by competent state authorities or for the purpose of complying with relevant legal regulations or when necessary based on the Company's actual circumstances, in order to ensure the successful completion of the issuance and safeguard the interests of both shareholders and the Company.
- Carry out procedures for the distribution of dividend shares; decide the record date for finalizing the list of shareholders entitled to receive dividends; calculate and determine the detailed number of shares to be issued based on the approved issuance ratio and the principles for rounding and handling fractional shares as approved by the General Meeting of Shareholders; and report the issuance results to the State Securities Commission of Vietnam.
- Amend provisions relating to charter capital, shares and share capital in the Company's Charter after completion of the issuance; and carry out procedures for amending the Company's enterprise registration in relation to the change in charter capital with the competent state authorities in accordance with the issuance results.
- Carry out necessary procedures to register securities with the Vietnam Securities Depository and Clearing Corporation and register the shares for trading at the Stock Exchange.
- Implement other authorized matters specifically stated in the issuance plan.
- Decide on other related matters and perform other tasks that the Board of Directors, the Chairman of the Board of Directors, or the Chief Executive Officer deem necessary in



connection with the issuance.

- The Board of Directors is authorized to further delegate the Chairman of the Board of Directors or the Chief Executive Officer to perform one or several of the above-mentioned tasks.

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

Sincerely.

**Recipients:**

- As above;
- CEO;
- Save: FAD, BOD Office.

**THE BOARD OF DIRECTORS**



**CHAIRMAN**

**MR. NGUYEN TAN THANH**



No. 1.5/2026/TTr/HĐQT-BVL

Date: 09/03/2026

## PROPOSAL

*Re: Approval of the private placement plan in 2025*

### **Respectfully submitted to: Annual General Meeting of Shareholders 2026**

- Pursuant to Law on Enterprises No. 59/2020/QH14 dated 17 June 2020 of the National Assembly of the Socialist Republic of Vietnam and its amendments and supplements;
- Pursuant to Law on Securities No. 54/2019/QH14 dated 26 November 2019 of the National Assembly of the Socialist Republic of Vietnam and its amendments and supplements;
- Pursuant to Decree No. 155/2020/ND-CP dated 31 December 2020 of the Government detailing the implementation of a number of articles of the Law on Securities;
- Pursuant to Decree No. 245/2025/ND-CP dated 11 September 2025 of the Government amending and supplementing a number of articles of Decree No. 155/2020/ND-CP;
- Pursuant to the Charter of BV Land Joint Stock Company;
- Based on the actual situation.

The Board of Directors (“BOD”) of **BV Land Joint Stock Company** respectfully submits to the General Meeting of Shareholders (“GMS”) for approval the **plan for private placement of shares in 2025**, with the following details:

#### **1. Approval of the share issuance plan**

|                                                                      |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |
|----------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 1. Name of the Issuer:                                               | BV Land Joint Stock Company                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |
| 2. Name of the Offered Shares:                                       | Shares of BV Land Joint Stock Company                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |
| 3. Type of Securities Offered:                                       | Ordinary shares                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |
| 4. Par Value:                                                        | VND 10,000 per share                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |
| 5. Maximum Number of Shares to be Offered:                           | 50,000,000 shares                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |
| 6. Offering Price and Principles for Determining the Offering Price: | <p>The General Meeting of Shareholders authorizes the Board of Directors to determine the offering price of each share, ensuring that the offering price shall not be lower than:</p> <ul style="list-style-type: none"> <li>- The book value per share of the Company according to the audited consolidated financial statements for 2025; and</li> <li>- The valuation of the Company’s shares as at 31 December 2025 according to the valuation report. The General Meeting of Shareholders authorizes the Board of Directors to select a valuation organization to conduct the share valuation.</li> </ul> |
| 7. Offering Method:                                                  | Private placement of shares                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |



|                                                              |                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |
|--------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 8. Target Investors and Selection Criteria:                  | <ul style="list-style-type: none"> <li>- Domestic and foreign investors with strong reputation and financial capacity;</li> <li>- Not subject to cases prohibited from purchasing shares of the Company in accordance with the law;</li> <li>- Professional securities investors.</li> </ul>                                                                                                                                                                         |
| 9. Selection of Investors:                                   | The General Meeting of Shareholders authorizes the Board of Directors to determine specific investors, ensuring compliance with applicable legal regulations and the investor selection criteria approved by the General Meeting of Shareholders, and ensuring the highest interests of the Company and its shareholders.                                                                                                                                            |
| 10. Number of Investors:                                     | Maximum of 50 professional securities investors.                                                                                                                                                                                                                                                                                                                                                                                                                     |
| 11. Number of Shares Offered to Each Investor:               | Depending on the actual situation, the General Meeting of Shareholders authorizes the Board of Directors to approve the list of specific professional securities investors and determine the number of shares to be offered to each corresponding investor. The Board of Directors shall also have full authority to adjust the list of professional securities investors depending on negotiation progress and the investors' capacity at the time of the offering. |
| 12. Expected Implementation Period:                          | <p>In 2026 and the first quarter of 2027, after completion of the share issuance for dividend payment in 2025 and in compliance with applicable legal regulations.</p> <p>The specific timing shall be decided by the Board of Directors.</p>                                                                                                                                                                                                                        |
| 13. Transfer Restriction:                                    | All privately placed shares shall be restricted from transfer for 01 year from the completion date of the offering, except for transfers between professional securities investors or transfers made in accordance with legally effective court judgments, arbitral awards, or inheritance in accordance with the law.                                                                                                                                               |
| 14. Plan for Handling Unsold Shares:                         | In the event that not all offered shares are distributed, the General Meeting of Shareholders authorizes the Board of Directors to distribute the remaining shares to other investors and/or cancel the undistributed shares and close the offering.                                                                                                                                                                                                                 |
| 15. Plan to Ensure Compliance with Foreign Ownership Limits: | The General Meeting of Shareholders authorizes the Board of Directors to approve measures to ensure that the share offering complies with regulations on foreign ownership limits.                                                                                                                                                                                                                                                                                   |

|                              |                                                                                                                                                                                           |
|------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 16. Purpose of the Offering: | BV Land Joint Stock Company conducts this private placement to increase equity capital, strengthen its financial capacity, and invest in Tay Bac Bac Ninh Investment Joint Stock Company. |
|------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|

## 2. Plan for Use of Proceeds from the Offering:

All proceeds expected to be collected from the offering by the Issuer, after deducting expenses and fees related to the offering (including advisory fees, audit fees for monitoring the use of proceeds, fees for issuance registration certificate, securities distribution fees, etc.), will be used to contribute additional capital to Tay Bac Bac Ninh Investment Joint Stock Company. The expected disbursement period is in 2026.

Information regarding the capital contribution to Tay Bac Bac Ninh Investment Joint Stock Company is as follows:

- Company Name: Tay Bac Bac Ninh Investment Joint Stock Company
- Enterprise Registration Certificate No.: 2401018914
- Head Office Address: Lot L3, Bach Viet Lake Garden New Urban Area, Bac Giang Ward, Bac Ninh Province, Vietnam
- Main Business Line: Real estate business; land use rights owned, used, or leased. Details: Real estate business.
- Charter Capital: VND 620,000,000,000
- Par Value per Share: VND 10,000/share
- Relationship with the Company and related persons of the Company:
  - + BV Land is a major shareholder of Tay Bac Bac Ninh Investment Joint Stock Company.
  - + Tay Bac Bac Ninh Investment Joint Stock Company is an associate company of Bach Viet Group Joint Stock Company, the parent company of BV Land.
  - + Ms. Nguyen Thi Ngoc Lan is the Person in charge of Corporate Governance of BV Land, and concurrently serves as the Chairwoman of the Board of Directors of Tay Bac Bac Ninh Investment Joint Stock Company.

Depending on the actual amount of proceeds received by the Issuer from the offering after deducting all related expenses and fees, the General Meeting of Shareholders authorizes and assigns the Board of Directors to, based on the Company's actual situation, develop a detailed capital utilization plan; decide on the allocation of proceeds from the offering, the order of priority for capital usage, and/or amend, supplement, or adjust the capital utilization plan in accordance with the Company's business operations, ensuring the maximum interests of shareholders and compliance with applicable laws and the Company's Charter. In the event of any adjustment or change to the capital utilization plan or the amount of proceeds obtained from the offering, the Board of Directors shall ensure compliance with the provisions of Clause 2, Article 9 of Decree No. 155/2020/NĐ-CP and report such changes to the General Meeting of Shareholders at the nearest meeting.

Plan to compensate for any shortfall in the expected capital to be raised from the offering:

In the event that the offering does not raise the expected amount of capital as planned for the purposes stated above, the Board of Directors shall be authorized to decide on appropriate measures, including but not limited to:

- (i) using the Company's own funds; and/or



(ii) adjusting the implementation schedule of the capital utilization plan to ensure the achievement of the intended business objectives.

**Management of proceeds pending disbursement:** The proceeds from the share offering that have not yet been utilized and are pending disbursement in accordance with the aforementioned capital utilization plan may be placed in short-term bank deposits. The Board of Directors is authorized to implement such arrangements in order to optimize the use of the Company's funds and maximize benefits for shareholders.

### 3. Approval of Additional Registration and Additional Listing

Approval of the additional securities registration and additional trading/listing of the entire number of shares actually distributed in the offering. Such shares shall be additionally registered for depository at the Vietnam Securities Depository and Clearing Corporation (VSDC) and registered for additional trading/listing at the Stock Exchange in accordance with applicable regulations.

### 4. Approval of Charter Capital Increase and Amendment of Relevant Provisions in the Company's Charter

Approval of the increase in the charter capital and the amendment of provisions relating to charter capital, number of outstanding shares, and other relevant contents in the Company's Charter corresponding to the total par value of the actual number of shares issued under the above-mentioned private placement plan.

### 5. Authorization

The General Meeting of Shareholders authorizes and assigns the Board of Directors to decide on and implement the following matters, including but not limited to:

- Supplementing and/or amending the issuance plan in accordance with the actual circumstances at the time of issuance or as required by competent authorities to ensure the successful implementation of the private placement;
- Approving the detailed private placement plan and selecting the appropriate timing for its implementation in order to seek approval/registration from the competent State authorities and to carry out the private placement in practice;
- Deciding on amendments, adjustments, and detailed explanations of the offering dossier in accordance with actual circumstances or at the request of competent State authorities to implement the private placement plan in a manner that ensures the best interests of the shareholders and the Company and complies with applicable laws;
- Deciding on, selecting, and verifying the eligibility of professional securities investors, and approving the list of professional securities investors entitled to purchase the shares and the number of shares to be allocated to each investor, ensuring compliance with applicable laws and the successful completion of the capital increase, thereby maximizing value for the Company and its shareholders;
- Deciding the specific private placement price (including any adjustment of the offering price to suit actual conditions) in accordance with the principles approved by the General Meeting of Shareholders;
- Developing a plan to ensure compliance with the foreign ownership limit applicable to the share offering;



- Selecting the appropriate time to implement the offering plan after obtaining approval from the State Securities Commission of Vietnam, ensuring compliance with applicable legal regulations;
- Developing a plan to handle any unsubscribed shares (if any);
- Developing and approving the detailed plan for the use of proceeds from the offering in accordance with the purpose approved by the General Meeting of Shareholders; adjusting the plan for the use of proceeds depending on the Company's operational circumstances and the results of the offering at the time of issuance, ensuring compliance with applicable laws. In the event of any change in the use-of-proceeds plan, the Board of Directors shall report to the General Meeting of Shareholders at the nearest meeting;
- Implementing the plan for the use of proceeds from the offering for the approved purposes, ensuring the interests of shareholders and the Company, complying with legal regulations, and reporting to the General Meeting of Shareholders at the nearest meeting. Carrying out reporting procedures on the use of capital in accordance with applicable regulations;
- Deciding on the contents of documents, contracts, and agreements required for the implementation of the private placement plan;
- Carrying out necessary procedures to report the issuance results to the State Securities Commission of Vietnam;
- Registering additional securities at the Vietnam Securities Depository and Clearing Corporation and registering additional listing/trading of the offered shares at the Stock Exchange within the timeframe prescribed by law;
- Deciding on and carrying out procedures for amending the enterprise registration contents (including procedures for registering the increase in charter capital upon completion of the issuance), signing relevant documents for the adjustment of charter capital on the Enterprise Registration Certificate with the competent State authorities; amending the charter capital, number of outstanding shares, and other relevant contents in the Company's Charter and carrying out other procedures related to the increase in charter capital with competent State authorities and relevant organizations;
- Deciding on all other matters and carrying out all other necessary procedures and tasks to successfully implement the above-mentioned private placement plan;
- Deciding on the contents of dossiers and documents submitted to competent State authorities in connection with the implementation of the private placement plan;
- Signing necessary documents and carrying out or directing the implementation of necessary procedures to obtain approval from competent State authorities for the implementation and completion of the private placement plan in accordance with the approvals of the General Meeting of Shareholders and the Board of Directors;
- The Board of Directors may further authorize the Chairman of the Board of Directors or the Chief Executive Officer to perform one or several of the above tasks.

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

Sincerely.



**Recipients:**

- As above;
- CEO;
- Save: FAD, BOD Office.

**THE BOARD OF DIRECTORS****CHAIRMAN****MR. NGUYEN TAN THANH**

No. 1.6/2026/TTr/HĐQT-BVL  
Date: 09/03/2026

## PROPOSAL

*Re: Listing of shares on the Ho Chi Minh City Stock Exchange*

**Respectfully submitted to: Annual General Meeting of Shareholders 2026**

- Pursuant to Law on Enterprises No. 59/2020/QH14 dated 17 June 2020 of the National Assembly of the Socialist Republic of Vietnam and its amendments and supplements;
- Pursuant to Law on Securities No. 54/2019/QH14 dated 26 November 2019 of the National Assembly of the Socialist Republic of Vietnam and its amendments and supplements;
- Pursuant to Decree No. 155/2020/ND-CP dated 31 December 2020 of the Government detailing the implementation of a number of articles of the Law on Securities;
- Pursuant to Decree No. 245/2025/ND-CP dated 11 September 2025 of the Government amending and supplementing a number of articles of Decree No. 155/2020/ND-CP;
- Pursuant to the Charter of BV Land Joint Stock Company;
- Based on the actual situation.

The Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval the matters relating to the listing of the Company's shares on the Ho Chi Minh City Stock Exchange (HOSE), with details as follows:

### **I. Benefits of listing shares on the Ho Chi Minh City Stock Exchange**

Established in 2008, after nearly 18 years of operation, BV Land Joint Stock Company has achieved remarkable development and gradually affirmed its position in the real estate market through high-quality and prestigious projects. BV Land continuously strives to become a professional real estate developer, placing strong emphasis on product quality and sustainable value as its top priorities.

The shares of BV Land Joint Stock Company (stock code: BVL) have been registered for trading on the UPCoM market since June 2021. In order to better align with the Company's scale and long-term development strategy, BV Land intends to list its BVL shares on the Ho Chi Minh City Stock Exchange (HOSE) for the following benefits:

- Listing the Company's shares on the Ho Chi Minh City Stock Exchange (HOSE) provides an opportunity to promote the Company's image and brand, establish a professional and financially transparent reputation, thereby enhancing BV Land's brand recognition among its partners, customers, and the broader community.
- The listing of shares also creates positive pressure on corporate governance, transparency, and operational efficiency, thereby improving the accessibility of information about the Company for shareholders and other stakeholders.





- This serves as an important stepping stone, opening opportunities for the Company to attract new investors or strategic partners, both domestic and international, with appropriate capabilities, experience, and reputation to cooperate for mutual development; and to mobilize additional capital sources to support the expansion of its investment and business activities.
- Listing also facilitates the Company in attracting and recruiting high-quality human resources.
- In addition, listing on HOSE helps maximize benefits for the Company's shareholders through margin trading activities, while also enabling shareholders to trade the Company's shares more conveniently as the liquidity of the Company's shares is expected to improve.

## **II. Matters Submitted to the General Meeting of Shareholders**

Based on the aforementioned benefits of listing the Company's shares, the Board of Directors (BOD) respectfully submits to the 2026 Annual General Meeting of Shareholders (AGM) for consideration and approval the following matters:

1. **Approval of the delisting of the Company's shares from the UPCoM market under the Hanoi Stock Exchange and the listing of all of the Company's shares on the Ho Chi Minh City Stock Exchange (HOSE):**
  - **Share name:** Shares of BV Land Joint Stock Company
  - **Stock code:** BVL
  - **Share type:** Ordinary shares
  - **Number of shares to be deregistered from trading:** All shares currently registered for trading on the UPCoM market at the time of deregistration.
  - **Number of shares to be listed on HOSE:** All issued shares of the Company at the time of listing.
2. **Authorization to the Board of Directors, and allowing the Board of Directors to further authorize the Chairman of the Board of Directors or the Chief Executive Officer to:**
  - Proactively prepare and complete all necessary documents and procedures related to the deregistration of the Company's shares from the UPCoM market and the listing of the Company's shares on the Ho Chi Minh City Stock Exchange;
  - Actively determine the appropriate timing for the deregistration of trading and the listing of the Company's shares in 2026 or at another suitable time depending on market conditions and actual circumstances;
  - Decide on the reference price for the first trading day on HOSE;
  - Be fully authorized to decide on and handle any issues arising in connection with the deregistration of the Company's shares from the Hanoi Stock Exchange and the listing of the Company's shares on the Ho Chi Minh City Stock Exchange, including deciding on and addressing matters that fall within the authority of the General Meeting of Shareholders (if any) during the implementation process;
  - Report to the General Meeting of Shareholders on the progress and results of the Company's share listing until the listing process is completed in accordance with applicable regulations.



## BV LAND JOINT STOCK COMPANY

4th floor, Rivera Park building, 69 Vu Trong Phung Street,  
Thanh Xuan Ward, Hanoi, Vietnam  
0243.556.0999 www.bvland.vn

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

Sincerely.

### Recipients:

- As above;
- CEO, BOS;
- Save: FAD, BOD Office.

THE BOARD OF DIRECTORS



CHAIRMAN

MR. NGUYEN TAN THANH





No. 1.7/2026/TTr/HĐQT-BVL

Date: 09/03/2026

**PROPOSAL***Re: Approval of the Selection of the Auditing Firm for the 2026 Financial Statements***Respectfully submitted to: Annual General Meeting of Shareholders 2026**

- Pursuant to the 2020 Law on Enterprises and its guiding documents;
- Pursuant to the Charter of BV Land Joint Stock Company;
- Pursuant to the proposal of the Audit Committee under the Board of Directors;
- Based on the actual situation.

The Board of Directors of BV Land Joint Stock Company respectfully submits to the General Meeting of Shareholders for approval the selection of an independent auditing firm to audit the Company's Financial Statements for 2026 in accordance with applicable laws. The details are as follows:

**I. Selection Criteria and Proposed List****1. Selection criteria:**

- The auditing firm must have experience in auditing companies and large corporations operating in the same industry as the Company;
- Having a team of auditors with strong professional qualifications and extensive experience;
- Having a reputable track record in audit quality;
- Being able to meet the Company's requirements regarding audit scope and audit schedule; and offering a reasonable audit fee commensurate with audit quality, based on the consideration of audit fee proposals and the scope of audit services.

**2. Proposed list:**

Based on the above criteria, the Board of Directors proposes selecting one of the following four auditing firms to audit the Company's Financial Statements for 2026:

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

**II. The Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval the following matters:**

1. Approval of the selection criteria and the list of auditing firms as stated in Sections I.1 and I.2 of this Proposal.
2. Authorization for the Chairman of the Board of Directors to select one of the auditing firms from the list specified in Section I.2 of this Proposal.



3. In the event that the Company is unable to select any of the auditing firms mentioned above to audit the Financial Statements for 2026, the Board of Directors respectfully requests the General Meeting of Shareholders to authorize the Chairman of the Board of Directors to proactively select another auditing firm, provided that such firm satisfies the criteria set out in Section I.1 and ensures the maximum benefits for the Company.

The Board of Directors respectfully submits this Proposal to the 2026 Annual General Meeting of Shareholders of BV Land Joint Stock Company for consideration and approval.

Sincerely.

**Recipients:**

- As above;
- Save: BOD Office

**THE BOARD OF DIRECTORS**



**CHAIRMAN**

**MR. NGUYEN TAN THANH**







No. 1.8/2026/TTr/HDQT-BVL

Date: 09/03/2026

## PROPOSAL

*Re: Approval of the change of enterprise registration contents and amendment of the Charter.*

**Respectfully submitted to: Annual General Meeting of Shareholders 2026**

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

The Board of Directors of BV Land Joint Stock Company respectfully submits to the General Meeting of Shareholders for approval to approve the change of business registration content and amendment of the Company's Charter. Specifically, as follows:

**1. Content 1: Changes in enterprise registration contents**

**1.1. Change of Head Office Address**

Head office address before the change: No. 92 Truc Khe Street, Lang Ward, Hanoi City, Vietnam.

Head office address after change: 4th Floor, Rivera Park Building, 69 Vu Trong Phung Street, Thanh Xuan Ward, Hanoi City, Vietnam

**1.2. Change of business lines**

Update the business lines of BV Land Joint Stock Company that have been registered as changed according to Decision No. 36/2025/QD-TTg, specifically as follows:

**a. Supplementing the following business lines:**

| STT | Names of business lines to be added                                                                                                              | Industry Code | Main business lines |
|-----|--------------------------------------------------------------------------------------------------------------------------------------------------|---------------|---------------------|
| 1.  | Repair and maintenance of machinery and equipment                                                                                                | 3312          |                     |
| 2.  | Repair and maintenance of means of transport (except for automobiles, motorcycles, motorcycles and other motor vehicles)                         | 3315          |                     |
| 3.  | Wholesale of other installation materials and equipment in construction                                                                          | 4673          |                     |
| 4.  | Hotels and similar accommodations<br>(Excluding bars, Karaoke rooms, discotheques)                                                               | 5510          |                     |
| 5.  | Other Short Stay Services<br>(Excluding bars, Karaoke rooms, discotheques)                                                                       | 5520          |                     |
| 6.  | Intermediary services for real estate activities<br>(Excluding auction activities)<br>Details: Real estate brokerage services (Article 61 of the | 6821          |                     |



|     |                                                                                                                                                                                                                                                                                                                    |      |  |
|-----|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------|--|
|     | Law on Real Estate Business No. 29/2023/QH15)                                                                                                                                                                                                                                                                      |      |  |
| 7.  | Other real estate activities on a fee or contract basis<br>(Excluding auction activities)<br>Details:<br>- Real estate consultancy services (Article 66 of the Law on Real Estate Business No. 29/2023/QH15)<br>- Real estate management services (Article 66 of the Law on Real Estate Business No. 29/2023/QH15) | 6829 |  |
| 8.  | The remaining professional, scientific and technological activities have not been classified anywhere                                                                                                                                                                                                              | 7499 |  |
| 9.  | Rental of machinery, equipment and other tangible utensils without an operator                                                                                                                                                                                                                                     | 7730 |  |
| 10. | Repair and maintenance of automobiles and other motor vehicles                                                                                                                                                                                                                                                     | 9531 |  |
| 11. | Repair and maintenance of motorcycles and motorcycles                                                                                                                                                                                                                                                              | 9532 |  |

**b. Quitting the following business lines**

| STT | Names of business lines removed from the list<br>Registered                                                                                                                                                                            | Industry<br>Code | Notes |
|-----|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------|-------|
| 1.  | Short Stay Service<br>Details:<br>- Hotels<br>- Villas or apartments for short-term stay services<br>- Guest houses, motels providing short-term accommodation services<br>(Excluding bars, Karaoke rooms, discotheques)               | 5510             |       |
| 2.  | Consulting, brokerage, real estate auction, land use right auction<br>Details: - Real estate consultancy<br>- Real estate exchanges<br>(Article 69 of the 2014 Law on Real Estate Business;<br>Article 24 of Circular 11/2015/TT-BXD;) | 6820             |       |
| 3.  | Other professional, scientific and technological activities have not been classified anywhere                                                                                                                                          | 7490             |       |
| 4.  | Maintenance and repair of motorcycles and motorcycles<br>Details: Repair, maintenance, leasing services of all kinds of machinery and machinery for construction, means of transport;                                                  | 4542             |       |



|    |                                                                         |      |  |
|----|-------------------------------------------------------------------------|------|--|
| 5. | Wholesale of other installation materials and equipment in construction | 4663 |  |
|----|-------------------------------------------------------------------------|------|--|

## 2. Content 2: Amendments and supplements to the company's charter

The Charter is amended and supplemented in accordance with the content of changing the address of the head office and changing the business lines of the Company mentioned above in accordance with the provisions of law. Amendment to the contents of Clause 3, Article 2 (Registered office of the Company); Clause 1 Article 4 (Business lines of the Company)

## 3. Content 3. Authorization to perform

In order to ensure flexibility and efficiency in the process of implementing and implementing the above Report, the General Meeting of Shareholders authorizes to:

- The Board of Directors is entitled to decide the time to change the address of the Company's head office, in accordance with the plan approved by the General Meeting of Shareholders.
- Assign the Company's legal representative to organize the implementation of procedures for notifying changes in enterprise registration contents at competent state agencies; amend the Charter in accordance with the changed contents.

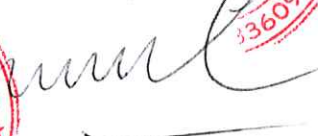
Respectfully submitted to the Annual General Meeting of Shareholders in 2026 for approval!

Sincerely,

### Recipients:

- As above;
- Save: BOD Office.

**THE BOARD OF DIRECTORS**




**CHAIRMAN**  
**MR. NGUYEN TAN THANH**

No. 01/2026/QC/ĐHĐCĐ-BVL

Date: 09/03/2026

**REGULATION  
ON THE ORGANIZATION OF THE 2026 ANNUAL GENERAL MEETING OF  
SHAREHOLDERS OF BV LAND JOINT STOCK COMPANY**

**Chapter I  
GENERAL PROVISIONS**

**Article 1. Scope of Regulation and Applicable Entities**

1. This Regulation applies to the organization and conduct of the 2026 Annual General Meeting of Shareholders (the “Meeting” or the “AGM”) of BV Land Joint Stock Company (hereinafter referred to as the “Company” or “BV Land”).
2. This Regulation provides specific provisions on the rights and obligations of shareholders, authorized representatives of shareholders, and other participants attending the Meeting; as well as the conditions, procedures, and formalities for conducting the Meeting and adopting resolutions on matters falling within the competence of the AGM.
3. Shareholders, authorized representatives of shareholders, and all participants attending the Meeting shall be responsible for complying with the provisions set forth in this Regulation.

**Article 2. Objectives**

1. To ensure the principles of transparency and openness.
2. To facilitate the successful organization of the Meeting in compliance with applicable legal regulations.

**Chapter II  
CONDITIONS FOR ATTENDING THE MEETING; RIGHTS AND OBLIGATIONS OF  
SHAREHOLDERS AND PARTICIPANTS**

**Article 3. Conditions for Attending the Meeting**

Shareholders whose names appear on the list of shareholders as of the record date for determining the right to attend the Meeting are entitled to attend the Meeting in person or authorize, in writing, another individual or organization to attend the Meeting on their behalf in accordance with this Regulation, the Charter of BV Land Joint Stock Company, and applicable laws.

**Article 4. Rights of Shareholders Attending the Meeting**

1. Shareholders have the right to discuss and vote on all matters falling within the authority of the General Meeting of Shareholders in accordance with the Charter of BV Land Joint Stock Company, the Law on Enterprises No. 59/2020/QH14, and relevant guiding documents.
2. Shareholders may attend the Meeting in person or authorize another person in writing to attend the Meeting on their behalf. In the case where a shareholder is an organization that has not appointed a capital representative, it must authorize another person to attend the



General Meeting of Shareholders. Such authorization must be made in writing in accordance with the form issued by BV Land.

3. Participants must present their attendance confirmation or authorization letter in order to complete registration procedures and verification of shareholder eligibility before entering the Meeting.
4. Shareholders shall be publicly informed by BV Land Joint Stock Company of the contents and agenda of the Meeting.
5. After completing the registration procedures with the Shareholder Eligibility Verification Committee, each shareholder or authorized representative of a shareholder will receive a Voting Card (which clearly states the shareholder's full name, shareholder code, address, the representative's full name if applicable, the total number of shares owned or represented, and the total voting rights).
6. The voting value of the Voting Card corresponds to the proportion of voting shares owned or represented by such shareholder based on the registration for attending the Meeting compared to the total number of voting shares of the attendees present at the Meeting.
7. Shareholders or authorized representatives arriving after the opening of the Meeting may still register immediately upon arrival and then participate and vote; however, the Chairperson is not obliged to suspend the Meeting for such registration. The validity of any votes already conducted prior to their arrival shall remain unchanged. The Vote Counting Committee shall include the voting shares of such late-arriving shareholders or authorized representatives in the total voting shares at the Meeting for the purpose of calculating the approval ratios for subsequent voting items.
8. Shareholders shall exercise other rights in accordance with the Charter of BV Land Joint Stock Company, the Law on Enterprises No. 59/2020/QH14, and relevant guiding documents.

#### **Article 5. Obligations of Shareholders Attending the Meeting**

1. Shareholders and authorized representatives of shareholders attending the Meeting must bring the following documents:
  - 1.1. Invitation letter (if any);
  - 1.2. Citizen Identification Card, Passport, or other valid personal identification document (original);
  - 1.3. A copy of the Enterprise Registration Certificate or Establishment Decision (applicable to organizational shareholders);
  - 1.4. Confirmation of attendance / Authorization letter for attending the Meeting.

The authorization letter must follow the form attached to the Meeting invitation:

    - In the case of authorization by an individual shareholder: the authorization letter must bear the signatures of both the shareholder and the authorized person.
    - In the case of authorization by an organizational shareholder: the authorization letter must bear the signatures of the legal representative, the capital representative (if any), and the authorized person.

Shareholders may officially attend and vote at the Meeting only after completing the registration procedures with the Shareholder Eligibility Verification Committee and providing valid proof of their status as shareholders or authorized representatives of shareholders.



2. In the event that a shareholder has revoked or terminated the status of a capital representative or authorized representative but BV Land Joint Stock Company has not received written notice of such revocation or termination before the opening of the Meeting or before the reconvened Meeting is held, the shareholder shall not be issued a Voting Card at the Meeting if the capital representative or authorized representative has already completed the procedures to receive the Voting Card.
3. Authorized representatives of shareholders may not re-authorize a third party, except as provided in Point a, Clause 1.4 of this Article.
4. During the Meeting, shareholders and authorized representatives must strictly comply with the meeting rules, follow the instructions and direction of the Chairperson, respect the results of the Meeting, behave in a civilized and courteous manner, and refrain from causing disorder.
5. Shareholders and authorized representatives attending the Meeting must strictly comply with this Regulation. In case of violation, depending on the severity, the Chairperson shall consider and apply appropriate measures in accordance with Point b, Clause 7, Article 146 of the Law on Enterprises No. 59/2020/QH14.
6. In the event that a shareholder or authorized representative leaves the Meeting before voting takes place, such individual must contact the Vote Counting Committee to submit their written opinion on the matters subject to voting at the Meeting. If a shareholder or authorized representative leaves the Meeting before voting without notifying the Vote Counting Committee, it shall be deemed that such shareholder or representative agrees with all matters submitted for voting at the Meeting.

#### **Article 6. Rights and Obligations of the Shareholder Eligibility Verification Committee**

1. The Shareholder Eligibility Verification Committee for the 2026 Annual General Meeting of Shareholders of BV Land Joint Stock Company (hereinafter referred to as the "Shareholder Eligibility Verification Committee") shall be established and introduced to the Meeting and shall have the following functions and duties:
  - a. To verify the eligibility of shareholders and authorized representatives attending the Meeting based on the documents they present, including: Citizen Identification Card, Passport or other valid personal identification; Enterprise Registration Certificate or equivalent legal documents; Meeting invitation; authorization letter for attending the Meeting; and other accompanying documents (if any);
  - b. To distribute Voting Cards and Meeting documents to shareholders and authorized representatives;
  - c. To summarize the verification results and report to the Meeting on the eligibility verification of shareholders and authorized representatives attending the Meeting.
2. The Shareholder Eligibility Verification Committee may establish supporting teams to assist in performing its duties.
3. In cases where a person attending the Meeting does not fully meet the eligibility requirements to participate in the Meeting, the Shareholder Eligibility Verification Committee has the right to refuse such person's participation in the Meeting, refuse to issue a Voting Card, and refuse to provide Meeting documents.

#### **Article 7. Rights and Obligations of the Chairperson and the Presidium**



1. The Chairperson of the Board of Directors of BV Land Joint Stock Company shall act as the Chairperson of the Meeting and shall have the following powers and responsibilities:
  - a. To preside over and conduct the Meeting; the Chairperson shall carry out all necessary tasks to ensure the Meeting is conducted lawfully, in an orderly manner, and in a way that reflects the will of the majority of shareholders and their authorized representatives attending the Meeting;
  - b. To decide on the order and procedures of the Meeting or on matters arising outside the Meeting agenda;
  - c. To guide the Meeting in discussing and voting on the matters included in the Meeting agenda;
  - d. To present draft resolutions and conclusions on necessary matters for the Meeting to vote on;
  - e. To answer questions raised by the Meeting or designate members of the Presidium to provide responses;
  - f. To postpone the Meeting to another time or change the meeting venue at any time in accordance with the Law on Enterprises No. 59/2020/QH14 and the Charter of BV Land Joint Stock Company without seeking the opinion of the Meeting if it is deemed that:
    - The meeting venue does not have sufficient seating for all participants;
    - The information facilities at the meeting venue do not adequately ensure that shareholders or authorized representatives can participate in discussions and voting;
    - The conduct of persons present obstructs or may obstruct the orderly proceedings of the Meeting; or
    - Such postponement is necessary to ensure that the Meeting is conducted lawfully.
  - g. The Chairperson of the Meeting shall have the right to:
    - Require all participants to undergo security checks or other lawful and reasonable security measures;
    - Request competent authorities to maintain order at the Meeting and remove individuals who fail to comply with the Chairperson's authority, intentionally cause disorder, obstruct the proceedings of the Meeting, or refuse to comply with security inspection requirements.
2. The Presidium shall consist of no more than five (05) members, to be approved by the Meeting upon the Chairperson's nomination. The Presidium shall assist the Chairperson in conducting the Meeting.

**Article 8. Rights and Obligations of the Vote Counting Committee**

1. The Vote Counting Committee shall consist of three (03) members, including one (01) Head and two (02) members, who shall be approved by the Meeting upon nomination by the Chairperson.
2. Conditions for members of the Vote Counting Committee:
  - a. Members of the Vote Counting Committee must not be members of the Board of Directors or candidates for the Board of Directors; and must not be members of the Executive Management (Board of Management) or candidates for the Executive Management.
  - b. Members of the Vote Counting Committee must not be related persons of the individuals mentioned above.
  - c. The Vote Counting Committee may establish supporting teams to assist in performing its duties.

3. Duties of the Vote Counting Committee:
  - a. To guide shareholders and authorized representatives attending the Meeting on how to use the Voting Cards; and to count the Voting Cards by category, including: For, Against, and Abstention, immediately after the Meeting conducts voting;
  - b. To record the voting results of shareholders and authorized representatives regarding matters submitted for approval at the Meeting;
  - c. To compile and report the voting results of the Meeting to the Chairperson;
  - d. To perform other assigned tasks.

**Article 9. Rights and Obligations of the Meeting Secretariat**

1. The Meeting Secretariat shall consist of one (01) member appointed by the Chairperson of the Meeting.
2. The Meeting Secretariat shall perform supporting tasks as assigned by the Chairperson, including: recording the Minutes of the Meeting proceedings; accurately, truthfully, and fully reflecting the contents of the Meeting in the Minutes and the Meeting Resolution; and presenting the Minutes and the Resolution to the Meeting.
3. The Meeting Secretariat may establish supporting teams to assist in recording the Meeting proceedings, including the questions, comments, and inquiries raised by shareholders and the responses provided.

**Chapter III****PROCEDURES FOR CONDUCTING THE MEETING****Article 10. Conditions and Method of Conducting the Meeting**

1. The Meeting shall be conducted when shareholders and their authorized representatives attending the Meeting represent more than 50% of the total voting shares. The Shareholder Eligibility Verification Committee shall announce the number of attending shareholders, the total number of voting shares represented by such shareholders, and the attendance ratio so that the Meeting may proceed in accordance with regulations.
2. The Meeting is expected to take place within half a day, according to the schedule announced by BV Land Joint Stock Company.
3. The Meeting shall discuss and approve the matters set out in the Meeting Agenda. Voting to approve each matter at the Meeting shall be conducted in accordance with the voting procedures stipulated in Article 13 of this Regulation.

**Article 11. Agenda and Working Contents of the Meeting**

1. The agenda and contents of the Meeting must be approved by the Meeting at the opening session. The agenda must clearly specify the time allocated for each item.
2. In the event that there are changes to the agenda compared with the contents attached to the Meeting invitation or those published on the website of BV Land Joint Stock Company, such changes must be approved by the Meeting.

**Article 12. Discussion and Q&A at the Meeting**

1. Based on the number of attending shareholders and authorized representatives as well as the time available for the Meeting, the Chairperson may select the most appropriate method for conducting the Meeting. Shareholders and authorized representatives attending the Meeting



may express their opinions, discussions, or questions by raising their hands and being recognized by the Chairperson, or by completing a Question Form and submitting it to the Presidium.

At any given time, only one shareholder or authorized representative is allowed to speak. In case multiple shareholders or authorized representatives request to speak simultaneously, the Chairperson shall invite them to present their opinions in turn.

2. Shareholders and authorized representatives must present their opinions concisely and focus on the key issues relevant to the approved Meeting agenda. The proposals or opinions of shareholders or authorized representatives must not violate the law, relate to personal matters, or exceed the authority of the Company. The Chairperson has the right to remind or request shareholders or authorized representatives to focus on the main discussion points in order to save time and ensure the effectiveness of the discussion.
3. For matters raised during the Q&A session, the Presidium may respond immediately to shareholders or authorized representatives, or record their opinions and transfer them to the Board of Directors of BV Land Joint Stock Company for written responses within its authority within five (05) working days from the conclusion of the Meeting.

#### **Article 13. Voting Procedures and Adoption of Resolutions at the Meeting**

1. Shareholders or their authorized representatives attending the Meeting shall vote directly at the Meeting by raising their Voting Cards and completing the Voting Ballots.
2. Matters specified in Clause 1, Article 23 (Conditions for the adoption of resolutions of the General Meeting of Shareholders) of the Company's Charter shall be approved when at least 65% of the total voting rights of all attending shareholders vote in favor.
3. Other resolutions shall be adopted when more than 50% of the total voting rights of all attending shareholders vote in favor, except for the cases stipulated in Clause 1 and Clause 3, Article 23 of the Company's Charter.
4. Voting methods:
  - a. Shareholders and authorized representatives shall vote on each item in the Meeting agenda. When voting on a matter presented at the Meeting, shareholders or their authorized representatives shall raise their Voting Cards. The voting results shall be determined by counting the number of Voting Cards for Approval, Disapproval, and Abstention.
  - b. For each matter submitted for voting, the Presidium shall request shareholders' opinions in the following order: Approval; Disapproval; Abstention. If a shareholder or authorized representative does not raise the Voting Card, it shall be deemed as approval. For each voting matter, shareholders or authorized representatives may raise their Voting Card only once.
5. Validity of Voting Ballots:
  - a. Valid Voting Ballots: A valid ballot must be the printed form issued by the Organizing Committee, without erasures, alterations, or additional content beyond the prescribed format, and must bear the signature of the attending delegate. On the ballot, a voting item is considered valid when the delegate marks one (01) of the three (03) options: *Approval*, *Disapproval*, or *Abstention*.
  - b. Invalid Voting Ballots: A ballot shall be considered invalid if it contains additional content; is not in the printed form issued by the Organizing Committee; has erasures, alterations, or unauthorized additions; or lacks the signature of the attending shareholder. In such cases, all voting contents on the ballot shall be deemed invalid.



**Article 14. Minutes of the Meeting and Draft Resolution of the General Meeting of Shareholders**

1. Minutes of the Meeting: All contents discussed at the Meeting must be recorded by the Secretariat in the minutes. The minutes must be read and approved before the closing of the Meeting. The minutes shall be prepared in Vietnamese and signed by the Chairperson of the Meeting and the Secretary in accordance with the current Law on Enterprises and the Company's Charter. The minutes of the General Meeting of Shareholders must be published on the Company's website within twenty-four (24) hours.
2. Based on the minutes of the Meeting and the voting results, the Secretary of the Meeting shall compile the relevant data and incorporate them into the draft Resolution of the Meeting. The draft Resolution shall be read and adopted before the closing of the Meeting. BV Land Joint Stock Company shall publish the Resolution on the Company's website in accordance with applicable regulations.
3. The minutes, the list of shareholders registered to attend the Meeting, the full text of the adopted Resolution, and related documents attached to the Meeting invitation shall be archived at the head office of BV Land Joint Stock Company in accordance with applicable regulations.

**Chapter IV  
OTHER PROVISIONS****Article 15. Cases Where the General Meeting of Shareholders Cannot Be Held**

1. In the event that the first meeting of the General Meeting of Shareholders does not meet the conditions to proceed as stipulated in Article 10 of this Regulation, the second meeting shall be convened within thirty (30) days from the date on which the first meeting was scheduled to be held. The second meeting of the General Meeting of Shareholders shall be conducted when shareholders attending the meeting represent at least thirty-three percent (33%) of the total voting shares of BV Land Joint Stock Company.
2. In the event that the second meeting does not meet the conditions to proceed as stipulated in Clause 1 of this Article, the third meeting shall be convened within twenty (20) days from the date on which the second meeting was scheduled to be held. In this case, the meeting of the General Meeting of Shareholders shall be conducted regardless of the number of shareholders or authorized representatives attending and shall be deemed valid and competent to decide on all matters falling within the authority of the General Meeting of Shareholders.

**Chapter V  
IMPLEMENTATION PROVISIONS****Article 16. Implementation**

1. This Regulation consists of five (05) Chapters and sixteen (16) Articles. It was approved by the Board of Directors on March....., 2026 and shall take effect immediately upon being adopted by the 2026 Annual General Meeting of Shareholders.



2. The Chairperson shall be responsible for conducting the Meeting in accordance with this Regulation.
3. Shareholders, authorized representatives of shareholders, and all participants attending the Meeting shall be responsible for complying with the provisions of this Regulation./.

**THE BOARD OF DIRECTORS****CHAIRMAN****MR. NGUYEN TAN THANH**