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## AGENDA

### THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS

- Time of organizing the General Meeting: starting at 8:00 a.m. on April 24, 2025.
- Venue: 14th Floor Hall, HUDLAND-TOWER, Lot A-CC7, Linh Dam General Service Area, Hoang Liet Ward, Hoang Mai District, Hanoi City, Vietnam
- Participants: Members of the Board of Directors, all shareholders, Board of Supervisors, invited guests and all employees of the Company.

Time	Agenda Content	Implementation
<b>I</b>	<b>RECEPTION OF DELEGATES</b>	
7:30-8:00	Reception, registration of delegates, distribution of documents	Organizing Board
<b>II</b>	<b>OPENING OF THE GENERAL MEETING</b>	
8:00-8:15	Verification of shareholders' eligibility	Shareholder Eligibility Verification Board
8:15-8:20	Announcement of shareholder eligibility verification results	
8:20-8:30	Flag salute, statement of reasons, introduction of the delegates and opening of the General Meeting.	Organizing Board
8:30-8:40	Approval of the Agenda and Regulations of the General Meeting	Organizing Board
8:40-8:45	Approval of the list of nominees for the Presidium, Secretariat and Vote Counting Committee	Organizing Board
<b>III</b>	<b>REPORTS TO THE GENERAL MEETING AND DISCUSSION ON ISSUES TO BE APPROVED</b>	
8:45-8:50	Audited Financial Statements 2024	Chief Accountant
8:50-9:05	Report of the Board of Directors on the management and performance of the Board of Directors and each member of the Board of Directors in 2024	Chairman of Board of Directors



**HUDLAND REAL ESTATE INVESTMENT AND DEVELOPMENT JOINT  
STOCK COMPANY**

HUDLAND TOWER-LINH DAM-HOANG MAI-HANOI

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Time	Agenda Content	Implementation
9:05-9:10	Report of the independent member of the Board of Directors on the activities of the Board of Directors in 2024	Independent Board member
9:10-9:20	+ Appraisal report of the Board of Supervisors on the Income Statement, financial statements, assessment report on the management and operation of the Company + Report on self-assessment of operation results of the Board of Supervisors;	Head of Board of Supervisors
9:20-9:40	Presentation of the Reports on the General Meeting's issues to be voted on	Chairman
9:40-10:00	General Meeting's discussion: Shareholders give opinions, discussions and explanations of the Board of Directors, Board of Supervisors; statements of other shareholders	Shareholders, Board of Directors, Board of Supervisors
10:00-10:20	Statement of HUD Corporation Leaders	TCT Leaders
<b>IV</b>	<b>VOTING ON ISSUES FOR APPROVAL AT THE GENERAL MEETING OF SHAREHOLDERS.</b>	
10:20 – 10:40	<ol style="list-style-type: none"> <li>1) Board of Directors' report on governance activities in 2024 (including the report of the independent member of Board of Directors);</li> <li>2) Appraisal report of the Board of Supervisors on the Income Statement, financial statements, assessment report on the management and operation of the Company; Report on self-assessment of operation results of the Board of Supervisors;</li> <li>3) Production and business results in 2024 and the production and business plan in 2025;</li> <li>4) Audited financial statements of the company in 2024;</li> <li>5) Distribution of profit in 2024;</li> <li>6) The General Meeting of Shareholders authorizes the Board of Directors of the company to decide on a number of issues arising in the process of implementing production and business activities</li> </ol>	Presidium, the entire General Meeting



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Time	Agenda Content	Implementation
	<p>between the two Annual General Meetings of Shareholders in 2025 and 2026;</p> <p>7) Proposal for selection of Auditing Unit for 2025 Financial Statements;</p> <p>8) Adjustment of dividend payment plan for 2022;</p> <p>9) Salary fund work implemented in 2024 and plan for 2025;</p> <p>10) Adjustment of the company's organizational structure, governance and control model;</p> <p>11) Amendment of company charter</p> <p>12) Amendment of the operating regulations of the Board of Directors;</p> <p>13) Amendment of the Company's governance regulations;</p> <p>14) Other issues under the authority of the General Meeting;</p>	
<b>V</b>	<b>DISMISSAL AND ELECTION OF NEW MEMBERS OF THE BOARD OF DIRECTORS, DISMISSAL OF THE BOARD OF SUPERVISORS</b>	
10:40-10:50	<p>Approval of election regulations;</p> <p>Approval of the dismissal of members of the Board of Directors;</p> <p>Approval of the dismissal of the Board of Supervisors and abolishing the Board of Supervisors' Operating Regulations;</p> <p>Approval of the proposal and personnel files for nomination and candidacy for additional Board members for the 2023 - 2028 term.</p>	Vote Counting Committee; Presiding Committee
10:50-10:55	Voting to elect members of the Board of Directors	Vote Counting Committee; General Meeting
10:55-11:05	Vote Counting, break time	Vote Counting Committee;



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<b>Time</b>	<b>Agenda Content</b>	<b>Implementation</b>
		General Meeting
11:05-11:10	Announcement of election results for Board of Directors members	Vote counting committee
<b>VI</b>	<b>END OF THE GENERAL MEETING</b>	
11:10-11:30	Approval of the Resolution and Minutes of the General Meeting	Secretariat
	Announcement of the closing of the General meeting	Presiding Committee

**FOR ORGANIZING BOARD OF THE GENERAL MEETING**





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Hanoi, April ...., 2025

**REPORT  
ON THE BOARD OF DIRECTORS' OPERATION  
AT THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS**

**To: The General Meeting of Shareholders and our valued Guests.**

Pursuant to Article 280, Decree 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of Articles of the Securities Law; on behalf of the Board of Directors of HUDLAND Real Estate Investment and Development Joint Stock Company, I would like to report on the operation of the Board of Directors in 2024, including the following contents:

**I. Remuneration, operating expenses and other benefits of the Board of Directors and each member of the Board of Directors as prescribed in Clause 3, Article 163 of the Law on Enterprises 2020**

- 1. Remuneration:** Total remuneration of the Board of Directors in 2024 is 1,033 million dong, the average salary of each member is 17.2 million dong/person/month.
- 2. Operating costs and other benefits:** None

**II. Summary of meetings of the Board of Directors and decisions of the Board of Directors**

**1. Meetings of the Board of Directors**

In 2024, the Board of Directors promptly organized meetings to review, approve and ratify policies within its authority or lead and direct the timely implementation of measures and solutions in production and business activities to respond to practical situations.

No.	Member	Number of attendance	Attendance rate	Reasons for meeting non-attendance
1	Pham Cao Son	27	100%	
2	Nguyen Thanh Tu	27	100%	
3	Vu Tuan Linh	27	100%	
4	Nguyen Thanh Huong	27	100%	Attend the meeting on March 4, 2024 in person;



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				authorize others to attend the remaining meetings (due to business trips abroad)
5	Dong Thi Cuc	27	100%	

**2. Decisions (Resolutions, Decisions) of the Board of Directors**

No.	Document No.	Date of issue	Content	Approval rate
1	291/NQ-HĐQT	March 04, 2024	On the approval of the policy and cost of implementing legal consulting services related to capital mobilization; market assessment and business phase consulting, valuation of investment projects to build new residential areas in Phu village, Thai Hoc commune and Nhuan Dong village, Binh Minh commune, Binh Giang district.	100%
2	292/NQ-HĐQT	March 04, 2024	On the approval of the production and business results of the fourth quarter of 2023 and the production and business plan of the first quarter of 2024.	100%
3	596/NQ-HĐQT	April 22, 2024	On the approval of the policy of postponing the organization of the 2024 Annual General Meeting of Shareholders.	100%
4	748/NQ-HĐQT	May 17, 2024	On personnel work of HUDLAND Real Estate Investment and Development Joint Stock Company.	100%



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5	765/QĐ-HĐQT	May 20, 2024	On the resignation of Deputy Director of HUDLAND Company.	According to the Resolution
6	847/NQ-HĐQT	June 03, 2024	On the approval of the policy to adjust the internal pavement design of Binh Giang Project	According to the authorization
7	848/NQ-HĐQT	June 03, 2024	On the approval of the policy of transporting soil to fill sand in the garden area of the villa area; filling organic soil to take advantage of the location for planting trees and landscape of Binh Giang Project.	According to the authorization
8	849/NQ-HĐQT	June 03, 2024	On the approval of the policy to adjust the design of the water-blocking stop-log of the T-CB06 sewer line of the Binh Giang Project	According to the authorization
9	873/NQ-HĐQT	June 07, 2024	On the approval of the policy of postponing the organization of the 2024 Annual General Meeting of Shareholders.	100%
10	1052/NQ-HĐQT	July 04, 2024	On convening the 2024 Annual General Meeting of Shareholders	100%
11	1053/NQ-HĐQT	July 04, 2024	On the approval of the loan plan of organizations (excluding credit institutions), individuals	100%
12	1190/QĐ-HĐQT	July 26, 2024	On the approval of the adjustment of the Residential Area project in Phu village, Thai Hoc commune and Nhuan Dong village, Binh	100%



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			Minh commune, Binh Giang district, Hai Duong province.	
13	1191/NQ-HĐQT	July 26, 2024	On the approval of the medium and long-term loan plan to invest in the construction of residential area projects in Phu village, Thai Hoc commune and Nhuan Dong village, Binh Minh commune, Binh Giang district, Hai Duong province.	100%
14	1215/NQ-HĐQT	July 30, 2024	On the approval of loan transactions with insiders, related persons of insiders or related persons of HUDLAND Real Estate Investment and Development Joint Stock Company.	100%
15	1378/NQ-HĐQT	August 30, 2024	On the approval of the final registration date to close the list of shareholders to collect written opinions on issues under the authority of the General Meeting of Shareholders.	100%
16	1561/NQ-HĐQT	September 30, 2024	On the approval of the written opinion of shareholders on the content under the authority of the General Meeting of Shareholders of HUDLAND Company (Plan to increase the Company's charter capital to 550 billion dong).	100%
17	1585/NQ-HĐQT	October 02, 2024	On the approval of the promulgation of the 13th amended and supplemented Charter of HUDLAND Real Estate Investment and	100%



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			Development Joint Stock Company	
18	1677/NQ-HĐQT	October 15, 2024	On the implementation of the plan to issue shares to increase share capital from equity capital.	100%
19	1631/NQ-HĐQT	October 08, 2024	On deployment of the selection of contractors for construction packages of the construction investment project on residential areas in Phu village, Thai Hoc commune and Nhuan Dong village, Binh Minh commune, Binh Giang district.	100%
20	1618/NQ-HĐQT	October 07, 2024	On the approval of adjusting loan plans of organizations (excluding credit institutions) and individuals.	100%
21	1647/QĐ-HĐQT	October 10, 2024	On the approval of the Contractor Selection Plan (remaining construction and installation part) for the construction investment project on residential areas of Phu Village, Thai Hoc Commune and Nhuan Dong Village, Binh Minh Commune, Binh Giang District.	According to the authorization
22	1787/NQ-HĐQT	November 04, 2024	Authorizing the Chairman of the Board of Directors to, on behalf of the Board of Directors, passing a number of Board Resolutions related to the issuance/offering of shares to increase the Company's charter capital.	100%



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23	1785/NQ-HĐQT	November 04, 2024	On the approval of the third quarter business results and the fourth quarter 2024 business plan of HUDLAND Company.	100%
24	1778/NQ-HĐQT	November 04, 2024	On the approval of the policy of adjusting the construction investment project on a new urban area in Dong Tam ward, Yen Bai city, Yen Bai province.	100%
25	1790/NQ-HĐQT	November 04, 2024	On the approval of the policy and additional costs for the design of construction drawings for the Central Park, a landscape item belonging to the Technical Infrastructure work for the construction investment project on the residential areas of Phu Village, Thai Hoc Commune and Nhuan Dong Village, Binh Minh Commune, Binh Giang District.	100%
26	1837/NQ-HĐQT	November 11, 2024	On the approval of contractor selection plan (remaining construction and installation): Adjusting bid packages No. 30, 31, supplementing bid packages No. 35, 36, Binh Giang Project	According to the authorization
27	2714/NQ-HĐQT	November 07, 2024	On the approval of the business plan for 97 low-income apartments after 5 years of leasing at the Bac Ninh low-income housing project, Vo Cuong ward, Bac Ninh city, Bac Ninh province.	100%



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28	1989/NQ-HĐQT	December 04, 2024	On the approval of the adjustment and supplement of the Medium and Long-term Loan Plan to invest in the construction of the Residential Area Project in Phu Village, Thai Hoc Commune and Nhuan Dong Village, Binh Minh Commune, Binh Giang District.	100%
29	1936/NQ-HĐQT	November 26, 2024	On the approval of the last registration date to exercise the right to receive shares issued due to increasing share capital from equity capital.	According to the authorization
30	1995/NQ-HĐQT	December 04, 2024	On the approval of adjusting the enterprise digital transformation project	100%
31	2001/NQ-HĐQT	December 05, 2024	On the approval of the policy to adjust the basic design of the project: The kindergarten under the construction investment project on a new urban area in Dong Tam ward, Yen Bai city, Yen Bai province.	100%
32	2034/NQ-HĐQT	December 10, 2024	On the approval of the Contractor Selection Regulations (pilot application for Dong Tam-Yen Bai Project, Binh Giang-Hai Duong Project).	100%
33	2079/NQ-HĐQT	December 17, 2024	On the implementation of public offering of additional shares to increase charter capital.	100%



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34	2137/NQ-HĐQT	December 24, 2024	Carrying out procedures to increase the Company's charter capital.	According to the authorization
35	2181/NQ-HĐQT	December 30, 2024	Appointing person in charge of corporate governance;	100%

**III. Transactions between the company, subsidiaries, companies in which Hudland Company controls more than 50% of charter capital with members of the Board of Directors and related persons of such members: None**

**IV. Transactions between Hudland Company and companies in which a member of the Board of Directors is a founding member or a business manager within the last 3 years prior to the transaction: None**

**V. Activities of independent members of the Board of Directors and results of independent members' assessment on the activities of the Board of Directors**

Activities of independent members of the Board of Directors: Independent members of the Company's Board of Directors for the 2023-2028 term are elected on June 26, 2023, with standards and conditions meeting the provisions of law and the Company's Charter. Independent members of the Board of Directors have continued to play a good role in protecting the interests of owners, performing well the tasks of supervising and controlling the operations of the company's management and administration apparatus; complying with internal rules and regulations, fully participating and contributing opinions at Board of Directors meetings.

The independent members of the Board of Directors assessed the activities of the Board of Directors in 2024 as follows: 2024 was a particularly difficult year, but the Board of Directors of the Company worked with all their heart with a sense of responsibility and transparency in governance, strictly complying with regulations for public companies, helping the company overcome difficulties and reach the set goals. The meetings of the Board of Directors were convened promptly and conducted in accordance with the procedures prescribed in the Charter and Internal Regulations on Corporate Governance. The content of the meetings are discussed, fully and carefully evaluated by the members of the Board of Directors to provide directions and solutions that bring the highest benefits to the Company and shareholders; Issues related to investment strategies, business, market expansion, investment and building management systems are regularly reviewed and evaluated by the Board of Directors in regular meetings; The decisions of the Board of Directors at the meetings are all approved by the Board of Directors according to the





majority principle, the meeting minutes are fully prepared and signed by the members of the Board of Directors attending the meeting.

**VI. Activities of the Audit Committee under the Board of Directors:** The Company does not operate under the model prescribed at Point b, Clause 1, Article 137 of the Law on Enterprises, therefore there is no Audit Committee under the Board of Directors.

**VII. Activities of other subcommittees under the Board of Directors:** The company has not established subcommittees under the Board of Directors.

**VIII. Supervision results for Director**

In 2024, Hai Duong Provincial People's Committee issued a decision on land use fees for Binh Giang Project. The approved increase in land use fee directly affects the Company's production and business plan. Thanks to the close direction, guidance and support of the Board of Directors, the Board of Directors of HUDLAND Company has implemented many capital plans so that the project has enough conditions to continue implementation, expected to be put into operation in 2025 and is currently urgently implementing phase 2 on site to respond as quickly as possible to the project's progress.

Going through 2024 in extremely difficult and complicated conditions, but with all efforts in direction and management, the company still follows the set roadmap step by step, ensuring jobs, income, stabilizing the lives of workers and especially ensuring the rights of shareholders in the capital investment strategy in general and investing in specific projects in particular.

Through the process of directing and exercising the right to supervise the Company's operations in production and business activities, it can be seen that although the Director and the Board of Directors of the Company still have some shortcomings and delays to be learned from in governance, they have basically strictly complied with and implemented the Resolutions of the General Meeting of Shareholders, the Charter, Regulations, Rules, Resolutions/Decisions of the Board of Directors, etc. of the Company and the provisions of current laws, as well as ensuring all rights and interests of the Company and shareholders.

**IX. Future plan (plan in 2025)**

**1. Production and business plan targets for 2025 (billion dong)**



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No.	Main indicators	Unit	Plan in 2025	% Implementation in 2024
1	Business value	Billion	337.5	1294%
2	Development investment	Billion	1,290.9	250%
3	Revenue value	Billion	126.94	363%
4	Profit after tax	Billion	8.304	228%
5	Payment to the State budget	Billion	813.74	172%

## 2. Direction and Mission:

2025 is a special year for the development of HUDLAND Company. Challenges include: the complex international and regional political and economic context; domestically, revolutionary reforms in administrative organization and national governance with a completely new system of laws leading to new implementation ways; the merger of provincial administrative units that will affect legal procedures and business plans for 2025; remarkable progress in AI technology; The company's charter capital increased 2.75 times compared to the previous year, leading to great pressure on the targets to be achieved; Binh Giang project which is the decisive focus for the Company's development targets in the next 5 years. Therefore, the following tasks and directions are set for the Board of Directors, Executive Board and HUDLAND team in 2025:

- Fully aware of the advantages and disadvantages of the company at the present time and in the coming period in order to carefully prepare resources to cope with difficulties and welcome opportunities to continue developing the company in the direction of TRANSPARENCY - SUSTAINABILITY - APPROACH TO THE MARKET.

- Change the corporate governance model (remove the board of supervisors and replace it with an independent audit committee).

- Strengthen and improve the quality of the leadership team to meet the requirements of the new situation.

- Add a specialized member of the Board of Directors (Vice Chairman or member) in charge of investment and project management to enhance the Board of Directors' management capacity in the Company's main business lines.

- Complete the construction and operation of the Company 100% by digital management to bring efficiency, transparency, safety and suitability with the development trend of the economy.



- Focus on cash flow control to ensure meeting the financial needs of developing the company's projects.

#### **X. Recommendations**

In order to successfully carry out the 2025 plan with the challenges ahead, the Board of Directors hopes to receive the sharing, attention, support and consensus of shareholders with the Board of Directors' proposals stated in the reports before this General Meeting.

Above is the report on the Board of Directors' operation in 2024 at the 2025 Annual General Meeting of Shareholders. We respectfully request that shareholders consider and vote for approval.

Sincerely thanks.

***Recipients:***

- As request
- Save at Office, Board of Directors.

**FOR THE BOARD OF DIRECTORS**

**Chairman**

**Pham Cao Son**

No.: ...../TTr-HĐQT

*Hanoi, April ...., 2025*

## **REPORT TO THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS**

**Re: Proposal to approve the production and business results in 2024 and the  
production and business plan in 2025**

**To: The 2025 Annual General Meeting of Shareholders - HUDLAND Real Estate  
Investment and Development Joint Stock Company**

Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the 14th National Assembly of the Socialist Republic of Vietnam at the 9th session on June 17, 2020;

Pursuant to the Charter of Organization and Operation of HUDLAND Real Estate Investment and Development Joint Stock Company (the 12th amendment and supplement);

Pursuant to the Resolution No. .... /NQ-HĐQT dated ....., 2025 of the Board of Directors of HUDLAND Real Estate Investment and Development Joint Stock Company on approving the program and contents of documents of the 2025 Annual General Meeting of Shareholders.

The Board of Directors of HUDLAND Real Estate Investment and Development Joint Stock Company respectfully submits to the 2025 Annual General Meeting of Shareholders to approve the production and business results in 2024 and the production and business plan in 2025 as follows:

### **1. Results of implementing the 2024 production and business plan, with main targets:**

- |                           |  |
|---------------------------|--|
| - Business                | 26.08 billion dong/13.21 billion dong under the plan (reaching 197% of plan);  |
| - Development investment: | 516.93 billion dong/506.8 billion dong under the plan (reaching 102% of plan); |
| - Revenue:                | 28.96 billion dong/22.46 billion dong under the plan (reaching 129% of plan);  |
| - Profit before tax:      | 4.520 billion dong/4.04 billion dong under the plan (reaching 112% of plan);   |

- Profit after tax: 3.820 billion dong/2,508 billion dong under the plan (reaching 152% of plan);
- Payment to the State budget: 472.5 billion dong/344.54 billion dong under the plan (reaching 137% of plan);

## **2. Production and business plan for 2025, with main targets:**

- Business 337.5 billion dong
- Development investment: 1,290.9 billion dong
- Revenue: 126.94 billion dong
- Profit before tax: 12.166 billion dong
- Profit after tax: 9.732 billion dong
- Payment to the State budget: 811.2 billion dong
- No dividend payment expected No payment of dividends.

The implementation contents shall comply with the Board of Directors' Report presented to the General Meeting. In case the Company's production and business activities are affected by objective force majeure, the Company's Board of Directors will report and request to adjust the plan in accordance with the actual situation.

The Board of Directors of the Company respectfully submits to the General Meeting of Shareholders for consideration and voting to approve the results of production and business in 2024 and the production and business plan for 2025 as mentioned above.

Sincerely thanks.

### ***Recipients:***

- As request;
- Save: Archives, Board of Directors.

**FOR BOARD OF DIRECTORS**

**Chairman**

**Pham Cao Son**

DRAFT

No.: /TTr-HĐQT

Hanoi, April , 2025

## REPORT TO THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS

**Re: Proposal to approve the 2024 audited financial statements**

**To: The 2025 Annual General Meeting of Shareholders -**

**HUDLAND Real Estate Investment and Development Joint  
Stock Company**

Pursuant to the Enterprise Law No. 59/2020/QH14 passed by the 14th National Assembly of the Socialist Republic of Vietnam on June 17, 2020;

Pursuant to the Charter of Organization and Operation of HUDLAND Real Estate Investment and Development Joint Stock Company (the 12th amendment and supplement);

Pursuant to meeting minutes No. .... /BB-HĐQT dated 2025 of the Board of Directors of HUDLAND Real Estate Investment and Development Joint Stock Company on approving the program and contents of documents of the 2024 Annual General Meeting of Shareholders.

The Board of Directors of HUDLAND Real Estate Investment and Development Joint Stock Company respectfully submits to the 2025 Annual General Meeting of Shareholders for approval of the 2024 audited financial statements dated February..., 2025 with some main items as follows:

Items	Balance at December 23, 2024
<b>Current assets</b>	<b>1,921,529</b>
<b>Non-current assets</b>	<b>101,783</b>
<b>Total assets</b>	<b>2,023,312</b>
<b>Liabilities</b>	<b>1,596,055</b>
<b>Owner's Equity</b>	<b>427,256</b>
+ Owner's equity	315,999
+ Development investment fund	80,832
+ Undistributed profit after tax	30,424
- Accumulated undistributed profit after tax until the ending previous period	26,605
- Undistributed profit after tax of current period	3,819

<b>Total funds</b>	<b>2,023,312</b>
<b>Production and business results</b>	
Revenue from sales of goods and provision of services	28,958
Accounting profit before tax:	4,520
Profit after tax	3,819
Payment to the State budget	472.5

Above are some of the main contents of the 2024 audited financial statements. The Board of Directors of the Company respectfully submits it to the 2025 Annual General Meeting of Shareholders for consideration and approval.

Sincerely thanks.

***Recipients:***

- As request;
- Save: Archives, Board of Directors.

**FOR BOARD OF DIRECTORS**  
**Chairman**

**Pham Cao Son**

DRAFT

No.: /TTr-HĐQT

Hanoi, April ...., 2025

## REPORT TO THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS

**Re: Proposal to approve the 2024 profit distribution plan; remuneration regime of the Board of Directors and the Board of Supervisors in 2024, plan in 2025**

**To: The 2025 Annual General Meeting of Shareholders -  
HUDLAND Real Estate Investment and Development Joint Stock  
Company**

Pursuant to the Enterprise Law No. 59/2020/QH14 passed by the 14th National Assembly of the Socialist Republic of Vietnam on June 17, 2020;

Pursuant to the Charter of Organization and Operation of HUDLAND Real Estate Investment and Development Joint Stock Company (the 12th amendment and supplement);

Pursuant to meeting minutes No. .... /BB-HĐQT dated 2024 of the Board of Directors of HUDLAND Real Estate Investment and Development Joint Stock Company on approving the program and contents of documents of the 2024 Annual General Meeting of Shareholders.

The Board of Directors of HUDLAND Real Estate Investment and Development Joint Stock Company respectfully submits to the 2025 Annual General Meeting of Shareholders for consideration and approval of the 2024 profit distribution plan; the remuneration regime of the Board of Directors and the Board of Supervisors as follows:

### **1. Profit distribution plan for 2024**

Total distributed profit after tax: VND 30,424 million

+ Remaining profit after tax from previous years: VND 26,605 million

+ Distributed profit after tax in this year (2024): VND 3,819 million

The distribution plan is as follows:

+ Appropriation of bonus fund for managers: VND 400 million

+ Appropriation of employee reward fund: VND 500 million

+ Appropriation of Welfare fund: VND 500 million

+ Proposal not to pay cash dividends, because in 2025 the Company is focusing on investing capital in technical infrastructure of new projects, there is no revenue yet, so the Company has not been able to balance its cash flow.

+ Undistributed profit after tax: VND 29,025 million

(Including 15 billion dong of 2022 dividends approved by the 2023 General Meeting of Shareholders but the company has not yet balanced the source to pay)

### **2 Salary fund for managers, remuneration of members of the Board of Directors and Board of Supervisors in 2024, plan in 2025.**

#### *a) Implementation in 2024*

- Total remuneration of part-time members of Board of Directors and Board of Supervisors: VND 459 million/VND 405 million under the plan.

+ Average number of part-time managers: 5.5 people



+ Average remuneration: VND 6.95 million/person/month/VND 6.75 million under the plan.

- Manager's salary fund: VND 2,640 million/VND 2,412 million under the plan.

+ Average number of full-time managers: 5.5 people

+ Average salary: VND 40 million/person/month/VND 33.5 million under the plan.

In which: Average salary of full-time members of Board of Directors and Board of Supervisors: 2.5 people; salary fund: VND 1,234 million; average salary: VND 41.15 million/person/month/VND 34 million under the plan.

*b) Salary plan in 2025:*

- Salary fund, manager's remuneration: VND 5,832 million.

- Employee salary fund: VND 16,248 million.

- Total remuneration of part-time Board of Directors: VND 336 million.

+ Number of part-time managers: 02 people.

+ Average remuneration: VND 14 million/person/month.

+ Number of full-time managers: 07 people

+ Average salary: VND 69.4 million/person/month.

In which: Salary of full-time Board of Directors: 03 people; salary fund: VND 2,652 million; average salary of VND 73.67 million/person/month.

- Remuneration and operating expenses of the Audit Committee: VND 584 million

+ Number of Audit Committee members: 02 people

+ Average remuneration: VND 3.5 million/person/month

+ Operating costs of the Audit Committee: VND 500 million

Above is the 2024 profit distribution plan; Manager's salary fund, remuneration regime of the Board of Directors and the Board of Supervisors in 2024, plan in 2025. The Board of Directors of the Company respectfully submits to the 2025 Annual General Meeting of Shareholders for consideration and approval.

Sincerely thanks.

***Recipients:***

- As request;

- Save: Archives, Board of Directors.

**FOR BOARD OF DIRECTORS**

**Chairman**

**Pham Cao Son**

DRAFT

No.: /TTr-HĐQT

Hanoi, on / / 2025

**REPORT TO THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS**  
**Re: Adjustment of 2022 dividend distribution rate**

**To: The 2025 Annual General Meeting of Shareholders -**

**HUDLAND Real Estate Investment and Development Joint Stock Company**

Pursuant to the Enterprise Law No. 59/2020/QH14 passed by the 14th National Assembly of the Socialist Republic of Vietnam on June 17, 2020;

Pursuant to the 2020 Enterprise Law No. 59/2020/QH14 dated June 17, 2020;

Pursuant to the Decree No. 155/2020/ND-CP of the Government: detailing and guiding the implementation of a number of articles of the Law on Securities;

Pursuant to the Resolution of the 2023 General Meeting of Shareholders of HUDLAND Real Estate Investment and Development Joint Stock Company;

Pursuant to the Charter of Organization and Operation of HUDLAND Real Estate Investment and Development Joint Stock Company (the 12th amendment and supplement);

Pursuant to Resolution 1936/NQ-HĐQT dated November 26, 2024 on approving the last registration date to exercise the right to receive shares issued due to increasing share capital from equity capital;

Pursuant to Official Dispatch No. 8611/UBCK-QLCB dated December 17, 2024, on reporting the results of issuing shares to increase share capital from HLD's equity;

Pursuant to meeting minutes No. .... /BB-HĐQT dated 2025 of the Board of Directors of HUDLAND Real Estate Investment and Development Joint Stock Company on approving the agenda and contents of documents of the 2024 Annual General Meeting of Shareholders.

Pursuant to the Resolution of the 2023 General Meeting of Shareholders approving the 2022 profit distribution plan, including approving cash dividend payment of 7.5%, equivalent to VND 15,000,000,000 (Fifteen billion dong).

However, up to now, the Company has not paid dividends for 2022. The Company's Board of Directors would like to report and propose the following implementation plan:

**I. Causes:**

**1. Actual cash flow at the time of payment:**

At the end of 2023, current equity is about 425 billion dong. In which, the equity is in the remaining value of CC7 building of 93.4 billion dong; The guarantee for performance

of Dong Tam project implemented since October 2021 is 9.6 billion dong. Thus, the remaining usable equity is 322 billion dong.

However, the Company's financial situation began to show signs of difficulty:

- The company is implementing the Binh Giang - Hai Duong project and the Dong Tam - Yen Bai project. Accordingly, the total initial approved investment capital of the Binh Giang project is 1,224 billion. To mobilize capital to implement the project from credit institutions, the Company needs 324 billion of equity capital as counterpart, equivalent to 26.49% of total capital. Dong Tam project has a total expected investment capital of 365 billion, in which, the required equity capital is 20%, equivalent to 73 billion dong. The total equity capital required to implement the two projects is 397 billion dong.

With only 322 billion dong in the remaining usable capital, the Company expects to lack 75 billion dong to implement the above two projects by early 2024.

- On the other hand, at this time, it is said that the adjustment of land use prices by the state in all localities, accordingly, it is expected that the land use fees shall increase much higher than previously expected.

Therefore, in order to prioritize serving the Company's production and business activities, as of the reporting date, the Company has not yet finalized rights and paid dividends for 2022 to shareholders.

## **2. Number of shares changed due to increase in the Company's charter capital:**

To resolve financial difficulties, in 2024, the Company submitted and received approval from the Corporation, the Ministry of Construction and the General Meeting of Shareholders to approve the plan to increase charter capital from 200 billion to 550 billion.

Up to now, the Company has completed the first capital increase by issuing additional bonus shares from equity capital, increasing the number of shares from 20,000,000 shares to 31,599,961 shares according to Resolution 1936/NQ-HĐQT dated November 26, 2024. December 9, 2024 is the last registration date to exercise the right to receive shares issued from equity at an issuance rate of 58%.

Thus, although the **number of shares changed, the ownership rate of shareholders remains the same, the value of dividends received remains, only the dividend rate of existing shareholders changes.** In details:

<b>Items</b>	<b>Reference</b>	<b>Before dividend distribution</b>	<b>After dividend distribution</b>
Number of outstanding shares	(1)	20,000,000	31,599,961
Dividends received	(2)	15,000,000,000	14,999,869,487
Dividend distribution rate	(3)=(2)/(1)/10,000	7.50%	4.7468%

Due to handling of fractional shares after the bonus share distribution process (rounded down), the total dividend value decreased by VND 130,513, this amount will be retained in undistributed profits.

## **II. Recommendations:**

- In order to ensure the rights of existing shareholders as well as to help the Board of Directors of HUDLAND Real Estate Investment and Development Joint Stock Company proactively and promptly make decisions in the Company's production and business activities, we respectfully request that the General Meeting of Shareholders consider and approve the adjustment of the 2022 dividend distribution rate on the new charter capital before completing the share offering to increase charter capital. In details:

+ Pay 2022 cash dividend at a rate of 4.7468%, equivalent to VND 14,999,869,487 (*Fourteen billion, nine hundred and ninety-nine million, eight hundred and sixty-nine thousand, four hundred and eighty-seven dong*).

The amount of VND 130,513 from handling fractional shares shall be included in undistributed profits.

+ The dividend distribution date may be adjusted depending on the company's production and business situation and financial situation at the time of payment.

- Authorize the Company's Board of Directors to carry out necessary tasks to pay dividends for 2022 in accordance with the laws, ensure the rights of shareholders, in accordance with the financial situation of the Company, and report on the 2022 dividend distribution at the nearest General Meeting of Shareholders.

Above are some main contents of the adjustment of the cash dividend distribution rate in 2022, the Board of Directors of the Company respectfully submits to the 2025 Annual General Meeting of Shareholders for consideration and approval.

Sincerely thanks.

### ***Recipients:***

- As request;
- Save: Archives, Board of Directors.

### **FOR BOARD OF DIRECTORS**

**Chairman**

**Pham Cao Son**

DRAFT

## MINUTES OF THE MEETING

### THE 2024 ANNUAL GENERAL MEETING OF SHAREHOLDERS

Today, at 8:00 a.m. on April , 2025, the Board of Directors of HUDLAND Real Estate Investment and Development Joint Stock Company held the 2025 Annual General Meeting of Shareholders at the Hall on the 14th floor, HUDLAND TOWER Building, Lot A-CC7, Linh Dam General Service Area, Hoang Liet Ward, Hoang Mai District, Hanoi City.

#### **1. The General Meeting participants include:**

##### **1.1 Guests:**

##### ***1.1.1 Housing and Urban Development Corporation (HUD):***

- .....

- .....

##### ***1.1.2 Representative of independent CPA auditing unit:***

- ..... - .....

##### ***1.1.3 Representative of Joint Stock Commercial Bank for Investment and Development of Vietnam***

- ..... - .....

##### ***1.1.4 Representative of PVCombank:***

- ..... - .....

***1.1.5*** Along with the delegates representing HUDLAND Company's partner units and the media and press agencies also attended the General Meeting.

#### **1.2 Representative of HUDLAND Company:**

##### **1.2.1 Board of Directors, Board of Supervisors of the Company:**

- Mr. Pham Cao Son - Chairman of the Board of Directors;

- Ms. Dang Thanh Binh - Head of Board of Supervisors;

With other members of the Board of Directors and Board of Supervisors of the Company.

##### **1.2.2 Shareholders:**

Shareholders on the list of shareholders closed on , 2025 of the Vietnam Securities Depository Center, with the total number of participating shares (including authorization) of ..... shares (accounting for the rate of ..... %);

#### **2. Procedures of the General Meeting:**

##### **2.1 Report on the results of the verification of the eligibility of Shareholders attending the Meeting:**

The Shareholder Eligibility Verification Board was established according to Decision No. /QD-HĐQT dated , 2024 of the Board of Directors of HUDLAND Company, including:

- ..... - Head of Board;
- ..... - Member;
- ..... - Member;

The eligibility of the participating Shareholders have been verified and the results are announced as follows: Shareholders presenting in person (or duly authorized representatives) at the General Meeting are: .... shareholders, these shareholders represent ..... shares, reaching the rate of ..... % of total voting shares according to the list of shareholders closed on , 2025 announced by the Vietnam Securities Depository Center (.... shareholders - owning ..... ordinary shares); In which:

- Number of shareholders directly attending the meeting: ... shareholders owning ... shares accounting for .... % of total shares with voting rights at the General Meeting;

- Number of shareholders authorizing other shareholders to attend the meeting: ... shareholders owning ... shares accounting for ... % of total shares with voting rights at the General Meeting.

*(Appendix on the list of shareholders and shareholder representatives attending the meeting with the number of shares and the corresponding number of votes attached to the minutes).*

Pursuant to the provisions of Clause 1, Article 145 of the Enterprise Law No. 59/2020/QH14 dated June 17, 2020, pursuant to the current Charter of the Company, with the proportion of Shareholders attending the Meeting of over 50% of the total number of shares with voting rights at the above Meeting, the 2025 Annual General Meeting of Shareholders of HUDLAND Real Estate Investment and Development Joint Stock Company is eligible to proceed.

## **2.2 Approval of the Presidium, the General Meeting Secretariat, and the Vote Counting Committee:**

Shareholders attending the General Meeting voted to approve the Presidium, Secretariat, and Vote Counting Committee to organize the General Meeting with a vote of approval of ..... % of total shares of shareholders attending the meeting as follows:

### **2.2.1 Presidium:**

- Mr. Pham Cao Son - Chairman of the Presidium - Chairman of the Board of Directors
- Mr. Nguyen Thanh Tu - Member - Member of Board of Directors, Director;
- Mr. Vu Tuan Linh - Member - Member of Board of Directors;

### **2.2.2 Secretariat:**

- Mr. Ngo Thai Son - Head of the Board;
- Ms. Ha Thi Thanh Xuan - Member;

### **2.2.3 Vote Counting Committee:**

- Mr. Le Quoc Chung - Head of the Board;
- Mr. Hoang Hiep - Member;

- Mr. Dao Duy Khuong - Member;

#### ***2.2.4 Approval of the Agenda and Working Regulations of the 2025 Annual General Meeting of Shareholders***

Shareholders attending the General Meeting voted to approve the Agenda and Working Regulations of the 2025 Annual General Meeting of Shareholders presented by the Organizing Committee to the General Meeting.

The percentage of votes in agreement with the presented agenda and Working Regulations is ..... shares, reaching the rate of .....% of the total number of shares of the Shareholders attending the meeting.

#### **3. General Meeting Content:**

The General Meeting heard the following reports: The 2024 summary financial report audited by Vietnam CPA Company; The Board of Directors' 2024 performance report; The independent Board member's assessment report; Appraisal report of the Board of Supervisors on the Income Statement, financial statements, assessment report on the management and operation of the Company; Report on self-assessment of operation results of the Board of Supervisors; The documents for approval at the General Meeting.

The meeting also seriously discussed the above issues; Some opinions of shareholders are recorded as follows:

- ...;
- ....;
- ....;
- ...

The above opinions were answered by the General Meeting Presidium as follows:

- ....

**After the entire conference agreed that there were no other opinions, the General Meeting Presidium proceeded to vote and the Vote Counting Committee recorded, implemented and announced the voting results before the General Meeting, each specific issue as follows:**

#### ***3.1 Approval of the Board of Directors' 2024 Operating Report (Including the evaluation report of the independent members of Board of Directors)***

Shareholders attending the General Meeting voted to approve the content of the Board of Directors' report before the General Meeting.

##### Voting results:

- + Total votes: .....votes accounting for.....% of the total number of votes.
- + Total valid votes: .....votes accounting for.....% of the total number of votes.
- + Total number of invalid votes:.....votes accounting for .....% of the total number of votes with voting rights.
- + Total number of Approval votes:.....votes accounting for .....% of the total number of votes with voting rights.

+ Total number of Disapproval votes:.....votes accounting for.....% of the total number of votes with voting rights.

+ Total number of No opinion votes:.....votes accounting for .....% of the total number of voting shares.

### ***3.2 Approval of appraisal report of the Board of Supervisors on the Income Statement, financial statements, assessment report on the management and operation of the Company; Report on self-assessment of operation results of the Board of Supervisors in 2024***

The shareholders attending the General Meeting voted to approve the content of appraisal report of the Board of Supervisors on the Income Statement, financial statements, assessment report on the management and operation of the Company; Report on self-assessment of operation results of the Board of Supervisors in 2024 presented to the General Meeting.

#### **Voting results:**

+ Total votes: .....votes accounting for.....% of the total number of votes.

+ Total valid votes: .....votes accounting for.....% of the total number of votes.

+ Total number of invalid votes:.....votes accounting for .....% of the total number of votes with voting rights.

+ Total number of Approval votes:.....votes accounting for .....% of the total number of votes with voting rights.

+ Total number of Disapproval votes:.....votes accounting for.....% of the total number of votes with voting rights.

+ Total number of No opinion votes:.....votes accounting for .....% of the total number of voting shares.

### ***3.3 Approval of the results of the implementation of production and business tasks in 2024 and the production and business plan in 2025 of HUDLAND Company.***

The attending shareholders voted at the General Meeting to approve the results of implementation of production and business tasks in 2024 and the production and business plan in 2025 according to the Board of Directors' Report for the 2025 Annual General Meeting of Shareholders as follows:

#### **3.3.1 Results of implementing the 2024 production and business plan, with main targets:**

+ Total production and business value:	26.08 billion dong/13.21 billion dong under the plan, reaching 197% of plan;
+ Development investment value:	516.93 billion dong/506.8 billion dong under the plan, reaching 102% of plan;
+ Total revenue and other income:	28.96 billion dong/22.46 billion dong under the plan, reaching 129% of plan;
+ Profit before tax:	4.520 billion dong/4.04 billion dong under the plan, reaching 112% of plan;



- + Profits after corporate income tax: 3.820 billion dong/2.508 billion dong under the plan, reaching 152% of plan;
- + Pay the state budget: 472.5 billion dong/344.54 billion dong under the plan, reaching 137% of plan;
- + Dividends: 0% /0% charter capital under the plan.

### 3.3.2 Production and business plan for 2025, with main targets:

- + Total production and business value: 337.5 billion dong
- + Investment Value: 1,290.9 billion dong
- + Total revenue and other income: 126.94 billion dong
- + Profit before tax: 12.166 billion dong
- + Profits after corporate income tax: 9.732 billion dong
- + Pay the state budget: 811.2 billion dong
- + Expected dividend distribution level: 0% of charter capital

#### Voting results:

- + Total votes: .....votes accounting for.....% of the total number of votes.
- + Total valid votes: .....votes accounting for.....% of the total number of votes.
- + Total number of invalid votes:.....votes accounting for .....% of the total number of votes with voting rights.
- + Total number of Approval votes:.....votes accounting for .....% of the total number of votes with voting rights.
- + Total number of Disapproval votes:.....votes accounting for.....% of the total number of votes with voting rights.
- + Total number of No opinion votes:.....votes accounting for .....% of the total number of voting shares.

### 3.4 Approval of the audited 2024 Financial Statements

The shareholders attending the meeting voted to approve the Company's 2024 financial statements (audited by CPA Vietnam Auditing Company Limited in independent audit report No. 79/2025/BCKT-CPAVIETNAM-NV3 dated February 28, 2025) According to the 2025 Annual General Meeting of Shareholders Report of the Board of Directors with the following key figures:

*Unit: Dong.*

Items	Balance at December 31, 2024
Current assets	1,921,529,223,346
Non-current assets	101,783,339,166
<b>Total assets</b>	<b>2,023,312,562,512</b>
Liabilities	1,596,055,932,989

Owner's Equity	427,256,629,523
+ Owner's equity	315,999,610,000
+ Development investment fund	80,832,092,113
+ Undistributed profit after tax	30,424,927,410
- Accumulated undistributed profit after tax until the ending previous period	26,605,042,477
- Undistributed profit after tax of current period	3,819,884,933
<b>Total funds</b>	<b>2,023,312,562,512</b>
<b>Production and business results</b>	
Total Revenue + Other Income	29,731,770,848
Accounting profit before tax:	4,520,328,034
Profit after tax	3,819,884,933

Voting results:

- + Total votes: .....votes accounting for.....% of the total number of votes.
- + Total valid votes: .....votes accounting for.....% of the total number of votes.
- + Total number of invalid votes:.....votes accounting for .....% of the total number of votes with voting rights.
- + Total number of Approval votes:.....votes accounting for .....% of the total number of votes with voting rights.
- + Total number of Disapproval votes:.....votes accounting for.....% of the total number of votes with voting rights.
- + Total number of No opinion votes:.....votes accounting for .....% of the total number of voting shares.

***3.5 Approval of the 2024 profit distribution plan, manager salary fund, remuneration regime of the Board of Directors, Board of Supervisors in 2024, and plan in 2025.***

The attending shareholders voted at the General Meeting to approve the 2024 profit distribution plan; salary fund for managers, remuneration regime of the Board of Directors, Board of Supervisors in 2024, 2025 plan according to the Report to the 2025 Annual General Meeting of Shareholders of the Board of Directors as follows:

**3.5.1 Profit distribution plan for 2024**

- Total distributed profit after tax: 30,424 million dong
- + Remaining profit after tax from previous years: 26,605 million dong
- + Distributed profit after tax in this year (2024): 3,819 million dong

The distribution plan is as follows:

- + Appropriation of bonus fund for managers: 400 million dong
- + Appropriation of employee reward fund: 500 million dong

+ Appropriation of Welfare fund: 500 million dong

+ Proposal not to pay cash dividends, because in 2025 the Company is focusing on investing capital in technical infrastructure of new projects, there is no revenue yet, so the Company has not been able to balance its cash flow.

+ Undistributed profit after tax: 29,025 million dong  
(Including 15 billion dong of 2022 dividends approved by the 2023 General Meeting of Shareholders but the company has not yet balanced the source to pay)

**3.5.2 Approval of Salary fund for managers, remuneration of members of the Board of Directors and Board of Supervisors in 2024, plan in 2025, specifically as follows:**

**a) Implementation in 2024**

- Total remuneration of part-time members of Board of Directors and Board of Supervisors: 459 million dong/405 million dong under the plan.

+ Average number of part-time managers: 5.5 person

+ Average remuneration: 6.95 million dong/person/month/6.75 million dong under the plan.

- Manager's salary fund: 2,640 million dong/2,412 million dong under the plan.

+ Average number of full-time managers: 5.5 person

+ Average salary: 40 million dong/person/month/33.5 million dong under the plan.

In which: Average salary of full-time members of Board of Directors and Board of Supervisors: 2.5 people; salary fund: 1,234 million dong; average salary: 41.15 million dong/person/month/34 million dong under the plan.

**b) Salary and remuneration plan for 2025:**

- Salary fund, manager's remuneration: VND 5,832 million.

- Employee salary fund: VND 16,248 million.

- Total remuneration of part-time Board of Directors: VND 336 million.

+ Number of part-time managers: 02 people.

+ Average remuneration: 14 million dong/person/month.

+ Number of full-time managers: 07 person

+ Average salary: 69.4 million dong/person/month.

In which: Salary of full-time Board of Directors: 03 people; salary fund: 2,652 million dong; average salary of 73.67 million dong/person/month.

Remuneration and operating expenses of the Audit Committee: 584 million dong

+ Number of Audit Committee members: 02 person

+ Average remuneration: 3.5 million dong/person/month

+ Operating costs of the Audit Committee: VND 500 million.

**Voting results:**

+ Total votes: .....votes accounting for.....% of the total number of votes.

+ Total valid votes: .....votes accounting for.....% of the total number of votes.

+ Total number of invalid votes:.....votes accounting for .....% of the total number of votes with voting rights.

+ Total number of Approval votes:.....votes accounting for .....% of the total number of votes with voting rights.

+ Total number of Disapproval votes:.....votes accounting for.....% of the total number of votes with voting rights.

+ Total number of No opinion votes:.....votes accounting for .....% of the total number of voting shares.

***3.6 Approval of the contents implemented by the Board of Directors under the authorization of the 2024 Annual General Meeting of Shareholders and the policy assigned by the General Meeting of Shareholders to the Company's Board of Directors to decide on a number of contents arising in the process of implementing production and business activities between the two Annual General Meetings of Shareholders in 2025-2026.***

The attending shareholders voted at the General Meeting to approve the contents that the Board of Directors has implemented under the authorization of the 2024 Annual General Meeting of Shareholders and the policy of the General Meeting of Shareholders assigning the Company's Board of Directors to decide on a number of contents arising in the process of implementing production and business activities between the two Annual General Meetings of Shareholders in 2025-2026 according to the Report to the 2025 Annual General Meeting of Shareholders of the Board of Directors as follows:

***3.6.1 Approval of Results of the work assigned to the Company's Board of Directors by the 2024 Annual General Meeting of Shareholders:***

(1) Select an auditing unit with sufficient capacity according to the provisions of the Law to audit the Company's 2024 Financial Statements, reporting the results to the General Meeting of Shareholders at the nearest meeting: Carry out this task, the Board of Directors of the Company has organized the selection; CPA Vietnam Auditing Company Limited was selected as the auditing unit for the Company's 2024 financial statements..

(2) Approve adjustments to financial figures and financial statements according to the conclusions of auditing, inspection, and examination agencies, and decisions of the General Meeting of Shareholders (if any): not implemented due to non-arising.

(3) For new project development: Approve the Board of Directors to research, seek information and decide to participate in bidding to select investors, auction land use rights, joint ventures, cooperation, receive project transfers, contribute capital to establish enterprises to implement projects, receive transfer of shares/capital contributions of project enterprises to implement new investment projects to ensure effective use of capital, report the results to the General Meeting of Shareholders at the nearest meeting: not implemented due to non-arising.

(4) For project investment capital settlement: assign the Board of Directors to approve project settlement for projects under the authority of the General Meeting of Shareholders to decide on investment, and report the results to the General Meeting of Shareholders at the nearest meeting: not implemented due to non-arising.

(5) For the preparation of the capital increase plan and the implementation of necessary documents and procedures to submit for approval the plan to increase the Company's charter capital to VND 550 billion, issuance/offering of shares in accordance with the provisions of law, the Company's charter and relevant regulations: The Company has prepared a charter capital increase plan to submit to the General Meeting of Shareholders by requesting written consent and has been approved by the General Meeting of Shareholders in the resolution dated October 14, 2024. Currently, the Company has completed the first capital increase procedure from VND 200 billion to VND 316 billion and is continuing to carry out the procedures to increase the charter capital from VND 316 billion to VND 550 billion, issuance/offering of shares according to the approved plan.

*3.6.2 Contents proposed for the General Meeting of Shareholders to assign to the Board of Directors to decide during the implementation of production and business activities between the two General Meetings of Shareholders in 2025 and 2026:*

(1) For the selection of an auditing unit for the 2025 annual financial statements: Assign the Board of Directors of the Company to decide on the content of selecting an auditing unit under the authority of the General Meeting of Shareholders arising in the process of implementing production and business activities between the two annual General Meetings of Shareholders in 2025 and 2026. The Board of Directors of HUDLAND Company is responsible for selecting an auditing unit with sufficient capacity according to the provisions of law to audit the Company's 2025 financial statements.

(2) Approve adjustments to financial figures and financial statements as required by auditing, inspection, and examination agencies, decisions of the General Meeting of Shareholders (if any), and report the results to the General Meeting of Shareholders at the nearest meeting.

(3) For new project development: Approve the Board of Directors to research, seek information and decide to participate in bidding to select investors, auction land use rights, joint ventures, cooperation, receive project transfers, contribute capital to establish enterprises to implement projects, receive transfer of shares/capital contributions of project enterprises to implement new investment projects to ensure effective use of capital, report the results to the General Meeting of Shareholders at the nearest meeting:

(4) For the Project on investment in construction of a new residential area in Phu village, Thai Hoc commune and Nhuan Dong village, Binh Minh commune, Binh Giang district, Hai Duong province: assign the Board of Directors to decide on the adjusted investment project under the authority of the General Meeting of Shareholders on the principle of ensuring that the efficiency is not lower than the approved project efficiency.

(5) For component projects on land belonging to the Project on investment in construction of a new residential area in Phu village, Thai Hoc commune and Nhuan Dong village, Binh Minh commune, Binh Giang district, Hai Duong province; Project on investment in construction of land lot CC3, New urban area on Le Thai To street, Bac Ninh city, Bac Ninh province: assign the Board of Directors to decide on investment projects under the authority of the General Meeting of Shareholders to ensure effective

use of capital, and report the results to the General Meeting of Shareholders at the nearest meeting.

(6) For project investment capital settlement: assign the Board of Directors to approve project settlement for projects under the authority of the General Meeting of Shareholders to decide on investment, and report the results to the General Meeting of Shareholders at the nearest meeting.

Voting results:

- + Total votes: .....votes accounting for.....% of the total number of votes.
- + Total valid votes: .....votes accounting for.....% of the total number of votes.
- + Total number of invalid votes:.....votes accounting for .....% of the total number of votes with voting rights.
- + Total number of Approval votes:.....votes accounting for .....% of the total number of votes with voting rights.
- + Total number of Disapproval votes:.....votes accounting for.....% of the total number of votes with voting rights.
- + Total number of No opinion votes:.....votes accounting for .....% of the total number of voting shares.

***3.7 Approval of adjustment of dividend payment plan for 2022.***

The attending shareholders voted to approve the adjustment of the 2022 cash dividend rate according to the Report for the 2025 Annual General Meeting of Shareholders of the Board of Directors with the following main contents:

Items	Reference	Before dividend distribution	After dividend distribution
Number of outstanding shares	(1)	20,000,000	31,599,961
Dividends received	(2)	15,000,000,000	14,999,869,487
Dividend distribution rate	(3)=(2)/(1)/10,000	7.50%	4.7468%

- Adjust the 2022 dividend rate on the new charter capital before completing the share offering to increase charter capital (increase charter capital from VND 315,999 million to VND 550,000 million); pay 2022 cash dividends at a rate of 4.7468%, equivalent to VND 14,999,869,487 (*Fourteen billion, nine hundred and ninety-nine million, eight hundred and sixty-nine thousand, four hundred and eighty-seven dong*); The amount of VND 130,513 from handling fractional shares will be left in undistributed profits; the dividend payment date may be adjusted depending on the production and business situation and the financial situation of the company at the time of payment.

- Authorize the Company's Board of Directors to carry out necessary tasks to pay dividends for 2022 in accordance with the laws, ensure the rights of shareholders, in accordance with the financial situation of the Company, and report on the 2022 dividend distribution at the nearest General Meeting of Shareholders.

Voting results:

- + Total votes: .....votes accounting for.....% of the total number of votes.
- + Total valid votes: .....votes accounting for.....% of the total number of votes.
- + Total number of invalid votes:.....votes accounting for .....% of the total number of votes with voting rights.
- + Total number of Approval votes:.....votes accounting for .....% of the total number of votes with voting rights.
- + Total number of Disapproval votes:.....votes accounting for.....% of the total number of votes with voting rights.
- + Total number of No opinion votes:.....votes accounting for .....% of the total number of voting shares.

***3.8 Approval of adjustment of the organizational, governance and control structure model of the company; dismissal of the Board of Supervisors and annulment of the Operating Regulations of the Board of Supervisors.***

The shareholders attending the meeting voted to approve model of organizational structure, governance and control of the company; dismissal of the Board of Supervisors and annulment of the Board of Supervisors' Operating Regulations according to the the Board of Directors' Report for the 2025 Annual General Meeting of Shareholders as follows:

**a) Changes in organizational and management structure of the Company:**

Change the Company's organizational and management structure according to Point b, Clause 1, Article 137 of the Enterprise Law 2020 (excluding the Board of Supervisors): The General Assembly of Shareholders, the Board of Directors and the Director or General Director. Of which, at least 20% of the Board of Directors members must be independent members and there must be an Audit Committee under the Board of Directors.

**b) Dismissal of members of the Board of Supervisors and annulment of the Board of Supervisors' Operating Regulations:**

Based on the change in organizational and management structure stated above, the current Board of Supervisors of the company for the 2023-2028 term, consisting of the following members, is dismissed:

- (1) Ms. Dang Thanh Binh - Head of Board of Supervisors
- (2) Ms. Nguyen Vu Ngoc Linh - Member of the Board of Supervisors
- (3) Ngo Thi Hanh – Member of the Board of Supervisors

Annul the Operating Regulations of the Board of Supervisors.

Voting results:

- + Total votes: .....votes accounting for.....% of the total number of votes.
- + Total valid votes: .....votes accounting for.....% of the total number of votes.

+ Total number of invalid votes:.....votes accounting for .....% of the total number of votes with voting rights.

+ Total number of Approval votes:.....votes accounting for .....% of the total number of votes with voting rights.

+ Total number of Disapproval votes:.....votes accounting for.....% of the total number of votes with voting rights.

+ Total number of No opinion votes:.....votes accounting for .....% of the total number of voting shares.

### ***3.9 Approval of amendments to the Company's charter.***

The attending shareholders voted at the General Meeting to approve the Company Charter (amended and supplemented for the XIV time) according to the Report to the 2025 Annual General Meeting of Shareholders of the Board of Directors.

#### **Voting results:**

+ Total votes: .....votes accounting for.....% of the total number of votes.

+ Total valid votes: .....votes accounting for.....% of the total number of votes.

+ Total number of invalid votes:.....votes accounting for .....% of the total number of votes with voting rights.

+ Total number of Approval votes:.....votes accounting for .....% of the total number of votes with voting rights.

+ Total number of Disapproval votes:.....votes accounting for.....% of the total number of votes with voting rights.

+ Total number of No opinion votes:.....votes accounting for .....% of the total number of voting shares.

### ***3.10 Approval of amendments to the Board of Directors' operating regulations; amendments to the Company's governance regulations:***

3.10.1 The shareholders attending the meeting voted to approve the amendment of the Company's Board of Directors' operating regulations according to the Board of Directors' Report to the 2025 Annual General Meeting of Shareholders.

#### **Voting results:**

+ Total votes: .....votes accounting for.....% of the total number of votes.

+ Total valid votes: .....votes accounting for.....% of the total number of votes.

+ Total number of invalid votes:.....votes accounting for .....% of the total number of votes with voting rights.

+ Total number of Approval votes:.....votes accounting for .....% of the total number of votes with voting rights.

+ Total number of Disapproval votes:.....votes accounting for.....% of the total number of votes with voting rights.

+ Total number of No opinion votes:.....votes accounting for .....% of the total number of voting shares.



3.10.2 The shareholders attending the meeting voted to approve the amendment of the Company's governance regulations according to the Report to the 2025 Annual General Meeting of Shareholders of the Board of Directors.

Voting results:

- + Total votes: .....votes accounting for.....% of the total number of votes.
- + Total valid votes: .....votes accounting for.....% of the total number of votes.
- + Total number of invalid votes:.....votes accounting for .....% of the total number of votes with voting rights.
- + Total number of Approval votes:.....votes accounting for .....% of the total number of votes with voting rights.
- + Total number of Disapproval votes:.....votes accounting for.....% of the total number of votes with voting rights.
- + Total number of No opinion votes:.....votes accounting for .....% of the total number of voting shares.

***3.11 Approval of dismissal and election of additional/replacement members of the Board of Directors.***

3.11.1 Approval of election regulations;

The shareholders attending the meeting voted to approve the election regulations presented before the meeting.

Voting results:

- + Total votes: .....votes accounting for.....% of the total number of votes.
- + Total valid votes: .....votes accounting for.....% of the total number of votes.
- + Total number of invalid votes:.....votes accounting for .....% of the total number of votes with voting rights.
- + Total number of Approval votes:.....votes accounting for .....% of the total number of votes with voting rights.
- + Total number of Disapproval votes:.....votes accounting for.....% of the total number of votes with voting rights.
- + Total number of No opinion votes:.....votes accounting for .....% of the total number of voting shares.

3.11.2 The attending shareholders voted at the General Meeting to approve the dismissal of Ms. Nguyen Thanh Huong - member of the Board of Directors according to the Proposal for the 2025 Annual General Meeting of Shareholders of the Board of Directors.

Voting results:

- + Total votes: .....votes accounting for.....% of the total number of votes.
- + Total valid votes: .....votes accounting for.....% of the total number of votes.

+ Total number of invalid votes:.....votes accounting for .....% of the total number of votes with voting rights.

+ Total number of Approval votes:.....votes accounting for .....% of the total number of votes with voting rights.

+ Total number of Disapproval votes:.....votes accounting for.....% of the total number of votes with voting rights.

+ Total number of No opinion votes:.....votes accounting for .....% of the total number of voting shares.

3.11.3 The attending shareholders voted at the General Meeting to approve the nomination list and election results to add/replace 01 non-executive member of the Board of Directors for the 2023-2028 term as follows:

No.	Full name	Number of shares elected	Total number of shares participating	Rate (%)	Election results
1					

Voting results:

+ Total votes: .....votes accounting for.....% of the total number of votes.

+ Total valid votes: .....votes accounting for.....% of the total number of votes.

+ Total number of invalid votes:.....votes accounting for .....% of the total number of votes with voting rights.

+ Total number of Approval votes:.....votes accounting for .....% of the total number of votes with voting rights.

+ Total number of Disapproval votes:.....votes accounting for.....% of the total number of votes with voting rights.

+ Total number of No opinion votes:.....votes accounting for .....% of the total number of voting shares.

**4. Statement of shareholders and acceptance statement of the Board of Directors and Executive Board of the company:**

***4.1 Statement of the General Director of the Corporation:***

Speaking at the General Meeting, Mr./Ms. ....

***4.2 Statement of acceptance of the Board of Directors of the Company:***

Mr./Ms. ... - Chairman of the Board of Directors - on behalf of the Board of Directors of the Company has ....

**5. Approval of the draft minutes and resolutions of the General Meeting, announcement of the closing of the General meeting.**

All of the above contents have been approved by the 2025 Annual General Meeting of Shareholders of HUDLAND Real Estate Investment and Development Joint Stock Company vote directly by Voting Card.

The 2025 Annual General Meeting of Shareholders of HUDLAND Real Estate Investment and Development Joint Stock Company approved the contents recorded in this minutes with a rate of ..... % of shares with voting rights at the General Meeting.

These minutes and the draft Resolution of the General Meeting were read by the Secretariat before the entire General Meeting of Shareholders, and agreed with the above contents.

These minutes are made at     hours     minutes on April     , 2025, immediately after the Chairman declared the closing of the 2025 Annual General Meeting of Shareholders of HUDLAND Real Estate Investment and Development Joint Stock Company.

**FOR THE SECRETARIAT**

Head of Board

**FOR THE PRESIDIUM**

**Chairman of the Presidium/Chairman  
of the Board of Directors**

**Ngo Thai Son**

**Pham Cao Son**

Hanoi, April , 2025

DRAFT

## RESOLUTION OF THE GENERAL MEETING OF SHAREHOLDERS

**Re: Approving the contents of the 2025 Annual General Meeting of  
Shareholders of**

**HUDLAND Real Estate Investment and Development Joint Stock Company**

**THE 2024 ANNUAL GENERAL MEETING OF SHAREHOLDERS**

**HUDLAND REAL ESTATE INVESTMENT AND DEVELOPMENT JOINT  
STOCK COMPANY**

Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the 14th National Assembly of the Socialist Republic of Vietnam at the 9th session on June 17, 2020;

Pursuant to the Law on Securities No. 54/2019/QH14 passed by the 14th National Assembly of the Socialist Republic of Vietnam at the 8th session on November 26, 2019;

Pursuant to the Charter of Organization and Operation of HUDLAND Real Estate Investment and Development Joint Stock Company;

Pursuant to the Minutes of the Annual General Meeting of Shareholders of HUDLAND Real Estate Investment and Development Joint Stock Company dated April ....., 2025.

### RESOLVES:

***Article 1. Approval of the Board of Directors' 2024 Operating Report; the evaluation report of the independent members of Board of Directors.***

The shareholders attending the General Meeting voted to approve the content of the report of the Board of Directors; the evaluation report of the independent members of Board of Directors presented to the General Meeting with the rate of ...% of the total shares of the shareholders attending the General Meeting.

***Article 2. Approval of appraisal report of the Board of Supervisors on the Income Statement, financial statements, assessment report on the management and operation of the Company; Report on self-assessment of operation results of the Board of Supervisors in 2024.***

The shareholders attending the General Meeting voted to approve the content of appraisal report of the Board of Supervisors on the Income Statement, financial statements, assessment report on the management and operation of the Company; Report on self-assessment of operation results of the Board of Supervisors in 2024 presented to the General Meeting with the rate of ...% of the total shares of the shareholders attending the General Meeting.

***Article 3. Approval of the results of the implementation of production and business tasks in 2024 and the production and business plan in 2025 of HUDLAND Company.***

The attending shareholders voted at the General Meeting to approve the results of implementation of production and business tasks in 2024 and the production and business plan in 2025 according to the Board of Directors' Report for the 2025 Annual General Meeting of Shareholders, with a rate of ...% of the total shares of shareholders attending the Meeting.

**1. Results of implementing the 2024 production and business plan, with main targets:**

+ Total production and business value:	26.08 billion dong/13.21 billion dong under the plan, reaching 197% of plan;
+ Development investment value:	516.93 billion dong/506.8 billion dong under the plan, reaching 102% of plan;
+ Total revenue and other income:	28.96 billion dong/22.46 billion dong under the plan, reaching 129% of plan;
+ Profit before tax:	4.520 billion dong/4.04 billion dong under the plan, reaching 112% of plan;
+ Profits after corporate income tax:	3.820 billion dong/2.508 billion dong under the plan, reaching 152% of plan;
+ Pay the state budget:	472.5 billion dong/344.54 billion dong under the plan, reaching 137% of plan;
+ Dividends:	0% /0% charter capital under the plan.

**2. Production and business plan for 2025, with main targets:**

+ Total production and business value:	337.5 billion dong
+ Investment Value:	1,290.9 billion dong
+ Total revenue and other income:	126.94 billion dong
+ Profit before tax:	12.166 billion dong
+ Profits after corporate income tax:	9.732 billion dong
+ Pay the state budget:	811.2 billion dong
+ Expected dividend distribution level:	0% of charter capital

***Article 4. Approval of the audited 2024 financial statements***

Shareholders attending the General Meeting voted to approve the Company's 2024 Financial statements (audited by CPA Vietnam Auditing Company Limited in independent audit report No. 79/2025/BCKT-CPAVIETNAM-NV3 dated February 28, 2025) according to the the Board of Directors' Report for the 2025 Annual General Meeting of Shareholders with the rate of ...% of the total shares of shareholders attending the General Meeting, with the following key figures:

*Unit: VND*

Items	Balance at December 31, 2024
Current assets	1,921,529,223,346

Non-current assets	101,783,339,166
<b>Total assets</b>	<b>2,023,312,562,512</b>
Liabilities	1,596,055,932,989
Owner's Equity	427,256,629,523
+ Owner's equity	315,999,610,000
+ Development investment fund	80,832,092,113
+ Undistributed profit after tax	30,424,927,410
- Accumulated undistributed profit after tax until the ending previous period	26,605,042,477
- Undistributed profit after tax of current period	3,819,884,933
<b>Total funds</b>	<b>2,023,312,562,512</b>
<b>Production and business results</b>	
Total Revenue + Other Income	29,731,770,848
Accounting profit before tax:	4,520,328,034
Profit after tax	3,819,884,933

***Article 5. Approval of the 2024 profit distribution plan, manager salary fund, remuneration regime of the Board of Directors, Board of Supervisors in 2024, and plan in 2025.***

Shareholders attending the General Meeting voted to approve the 2024 profit distribution plan, the salary fund for managers, the remuneration regime of the Board of Directors and the Board of Supervisors in 2024, and the 2025 plan according to the the Board of Directors' Report for the 2025 Annual General Meeting of Shareholders at the rate of ...% of the total shares of shareholders attending the General Meeting, with the following content:

***1. Profit distribution plan for 2024***

Total distributed profit after tax:	30,424 million dong
+ Remaining profit after tax from previous years:	26,605 million dong
+ Distributed profit after tax in this year (2024):	3,819 million dong

The distribution plan is as follows:

+ Appropriation of bonus fund for managers:	400 million dong
+ Appropriation of employee reward fund:	500 million dong
+ Appropriation of Welfare fund:	500 million dong

+ Proposal not to pay cash dividends, because in 2025 the Company is focusing on investing capital in technical infrastructure of new projects, there is no revenue yet, so the Company has not been able to balance its cash flow.

+ Undistributed profit after tax: 29,025 million dong

(Including 15 billion dong of 2022 dividends approved by the 2023 General Meeting of Shareholders but the company has not yet balanced the source to pay)

***2. Salary fund for managers, remuneration of members of the Board of Directors and Board of Supervisors in 2024, plan in 2025.***

**a) Implementation in 2024**

- Total remuneration of part-time members of Board of Directors and Board of Supervisors: 459 million dong/405 million dong under the plan.

+ Average number of part-time managers: 5.5 people

+ Average remuneration: 6.95 million dong/person/month/6.75 million dong under the plan.

- Manager's salary fund: 2,640 million dong/2,412 million dong under the plan.

+ Average number of full-time managers: 5.5 people

+ Average salary: 40 million dong/person/month/33.5 million dong under the plan.

In which: Average salary of full-time members of Board of Directors and Board of Supervisors: 2.5 people; salary fund: 1,234 million dong; average salary: 41.15 million dong/person/month/34 million dong under the plan.

**b) Salary and remuneration plan for 2025:**

- Salary fund, manager's remuneration: VND 5,832 million.

- Employee salary fund: VND 16,248 million.

- Total remuneration of part-time Board of Directors: VND 336 million.

+ Number of part-time managers: 02 people.

+ Average remuneration: 14 million dong/person/month.

+ Number of full-time managers: 07 people

+ Average salary: 69.4 million dong/person/month.

In which: Salary of full-time Board of Directors: 03 people; salary fund: 2,652 million dong; average salary of 73.67 million dong/person/month.

- Remuneration and operating expenses of the Audit Committee: 584 million dong

+ Number of Audit Committee members: 02 people

+ Average remuneration: 3.5 million dong/person/month

+ Operating costs of the Audit Committee: VND 500 million.

***Article 6. Approval of the contents implemented by the Board of Directors under the authorization of the 2024 Annual General Meeting of Shareholders and the policy authorized by the General Meeting of Shareholders to the Company's Board of Directors to decide on a number of contents arising in the process of implementing production and business activities between the two Annual General Meetings of Shareholders in 2025-2026.***

Shareholders attending the General Meeting voted to approve the contents implemented by the Board of Directors under the authorization of the 2024 Annual General

Meeting of Shareholders and the policy of the General Meeting of Shareholders authorizing the Company's Board of Directors to decide on a number of contents arising in the process of implementing production and business activities between the two Annual General Meetings of Shareholders in 2025-2026 according to the the Board of Directors' Report for the 2025 Annual General Meeting of Shareholders with the rate of ...% of the total number of shares of shareholders attending the General Meeting, with the following contents:

*1. Results of the work assigned to the Company's Board of Directors by the 2024 Annual General Meeting of Shareholders:*

(1) Select an auditing unit with sufficient capacity according to the provisions of the Law to audit the Company's 2024 Financial Statements, reporting the results to the General Meeting of Shareholders at the nearest meeting: Carry out this task, the Board of Directors of the Company has organized the selection; CPA Vietnam Auditing Company Limited was selected as the auditing unit for the Company's 2024 financial statements..

(2) Approve adjustments to financial figures and financial statements according to the conclusions of auditing, inspection, and examination agencies, and decisions of the General Meeting of Shareholders (if any): not implemented due to non-arising.

(3) For new project development: Approve the Board of Directors to research, seek information and decide to participate in bidding to select investors, auction land use rights, joint ventures, cooperation, receive project transfers, contribute capital to establish enterprises to implement projects, receive transfer of shares/capital contributions of project enterprises to implement new investment projects to ensure effective use of capital, report the results to the General Meeting of Shareholders at the nearest meeting: not implemented due to non-arising.

(4) For project investment capital settlement: assign the Board of Directors to approve project settlement for projects under the authority of the General Meeting of Shareholders to decide on investment, and report the results to the General Meeting of Shareholders at the nearest meeting: not implemented due to non-arising.

(5) For the preparation of the capital increase plan and the implementation of necessary documents and procedures to submit for approval the plan to increase the Company's charter capital to VND 550 billion, issuance/offering of shares in accordance with the provisions of law, the Company's charter and relevant regulations: The Company has prepared a charter capital increase plan to submit to the General Meeting of Shareholders by requesting written consent and has been approved by the General Meeting of Shareholders in the resolution dated October 14, 2024. Currently, the Company has completed the first capital increase procedure from VND 200 billion to VND 316 billion and is continuing to carry out the procedures to increase the charter capital from VND 316 billion to VND 550 billion, issuance/offering of shares according to the approved plan.

*2. Contents proposed for the General Meeting of Shareholders to assign to the Board of Directors to decide during the implementation of production and business activities between the two General Meetings of Shareholders in 2025 and 2026:*

(1) For the selection of an auditing unit for the 2025 annual financial statements: Assign the Board of Directors of the Company to decide on the content of selecting an auditing unit under the authority of the General Meeting of Shareholders arising in the process of implementing production and business activities between the two annual General



Meetings of Shareholders in 2025 and 2026. The Board of Directors of HUDLAND Company is responsible for selecting an auditing unit with sufficient capacity according to the provisions of law to audit the Company's 2025 financial statements.

(2) Approve adjustments to financial figures and financial statements as required by auditing, inspection, and examination agencies, decisions of the General Meeting of Shareholders (if any), and report the results to the General Meeting of Shareholders at the nearest meeting.

(3) For new project development: Approve the Board of Directors to research, seek information and decide to participate in bidding to select investors, auction land use rights, joint ventures, cooperation, receive project transfers, contribute capital to establish enterprises to implement projects, receive transfer of shares/capital contributions of project enterprises to implement new investment projects to ensure effective use of capital, report the results to the General Meeting of Shareholders at the nearest meeting:

(4) For the Project on investment in construction of a new residential area in Phu village, Thai Hoc commune and Nhuan Dong village, Binh Minh commune, Binh Giang district, Hai Duong province: assign the Board of Directors to decide on the adjusted investment project under the authority of the General Meeting of Shareholders on the principle of ensuring that the efficiency is not lower than the approved project efficiency.

(5) For component projects on land belonging to the Project on investment in construction of a new residential area in Phu village, Thai Hoc commune and Nhuan Dong village, Binh Minh commune, Binh Giang district, Hai Duong province; Project on investment in construction of land lot CC3, New urban area on Le Thai To street, Bac Ninh city, Bac Ninh province: assign the Board of Directors to decide on investment projects under the authority of the General Meeting of Shareholders to ensure effective use of capital, and report the results to the General Meeting of Shareholders at the nearest meeting.

(6) For project investment capital settlement: assign the Board of Directors to approve project settlement for projects under the authority of the General Meeting of Shareholders to decide on investment, and report the results to the General Meeting of Shareholders at the nearest meeting.

***Article 7. Approval of adjustment of dividend payment plan for 2022.***

The attending shareholders voted to approve the adjustment of the dividend payment plan for 2022 according to the the Board of Directors' Report for the 2025 Annual General Meeting of Shareholders, at a rate of ...% of the total shares of shareholders attending the General Meeting. The main contents approved are as follows:

Items	Reference	Before dividend distribution	After dividend distribution
Number of outstanding shares	(1)	20,000,000	31,599,961
Dividends received	(2)	15,000,000,000	14,999,869,487
Dividend distribution rate	(3)=(2)/(1)/10,000	7.50%	4.7468%

- Adjust the 2022 dividend rate on the new charter capital before completing the share offering to increase charter capital (increase charter capital from VND 315,999 million to VND 550,000 million); pay 2022 cash dividends at a rate of 4.7468%, equivalent to VND 14,999,869,487 (*Fourteen billion, nine hundred and ninety-nine million, eight hundred and sixty-nine thousand, four hundred and eighty-seven dong*); The amount of VND 130,513 from handling fractional shares will be left in undistributed profits; the dividend payment date may be adjusted depending on the production and business situation and the financial situation of the company at the time of payment.

- Authorize the Company's Board of Directors to carry out necessary tasks to pay dividends for 2022 in accordance with the laws, ensure the rights of shareholders, in accordance with the financial situation of the Company, and report on the 2022 dividend distribution at the nearest General Meeting of Shareholders.

***Article 8. Approval of adjustment of the organizational, governance and control structure model of the company; dismissal of the Board of Supervisors and annulment of the Operating Regulations of the Board of Supervisors.***

The shareholders attending the meeting voted to approve model of organizational structure, governance and control of the company; dismissal of the Board of Supervisors and annulment of the Board of Supervisors' Operating Regulations according to the the Board of Directors' Report for the 2025 Annual General Meeting of Shareholders, with the rate of ...% of the total shares of shareholders attending the Meeting, with the following contents:

**1. Changes in organizational and management structure of the Company:**

Change the Company's organizational and management structure according to Point b, Clause 1, Article 137 of the Enterprise Law 2020 (excluding the Board of Supervisors): The General Assembly of Shareholders, the Board of Directors and the Director or General Director. Of which, at least 20% of the Board of Directors members must be independent members and there must be an Audit Committee under the Board of Directors.

**2. Dismissal of members of the Board of Supervisors and annulment of the Board of Supervisors' Operating Regulations:**

Based on the change in organizational and management structure stated above, the current Board of Supervisors of the company for the 2023-2028 term, consisting of the following members, is dismissed:

- (1) Ms. Dang Thanh Binh - Head of Board of Supervisors
- (2) Ms. Nguyen Vu Ngoc Linh - Member of the Board of Supervisors
- (3) Ngo Thi Hanh – Member of the Board of Supervisors

- Annul the Operating Regulations of the Board of Supervisors.

***Article 9. Approval of amendments to the Company's charter.***

The attending shareholders voted at the General Meeting to approve the amendment of the Company's charter according to the Board of Directors' Report for the 2025 Annual General Meeting of Shareholders, with a rate of ...% of the total shares of shareholders attending the Meeting.

***Article 10. Approval of amendments to the Board of Directors' operating regulations; amendments to the Company's governance regulations:***

The attending shareholders voted at the General Meeting to approve the amendment of the Company's Board of Directors' operating regulations according to the Board of Directors' Report for the 2025 Annual General Meeting of Shareholders, with a rate of ...% of the total shares of shareholders attending the General Meeting.

The attending shareholders voted at the General Meeting to approve the amendment of the Company's governance regulations according to the Board of Directors' Report for the 2025 Annual General Meeting of Shareholders, with a rate of ...% of the total shares of shareholders attending the Meeting.

***Article 11. Approval of dismissal and election of additional/replacement members of the Board of Directors.***

1. The shareholders attending the meeting voted to approve dismissal of Ms. Nguyen Thanh Huong - member of the Board of Directors according to the Board of Directors' Report for the 2025 Annual General Meeting of Shareholders, with the rate of ...% of the total shares of shareholders attending the Meeting.

2. The shareholders attending the meeting voted to approve the nomination list and election results to supplement/replace 01 non-executive member of the Board of Directors for the 2023-2028 term as follows:

No.	Full name	Number of elected shares	Total number of participating shares	Rate (%)	Election results
...					

***Article 12. Implementation provision.***

The members of the Board of Directors, Board of Supervisors, Executive Board and all Shareholders of the Company are responsible for implementing this Resolution in accordance with the provisions of the Charter of HUDLAND Real Estate Investment and Development Joint Stock Company and the provisions of current Law.

The Resolution shall take effect from the date of signing.

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

***Recipients***

- As article 14;
- State Securities Commission,  
Securities Depository Center;
- Save at Office, Board of

**Chairman of the General Meeting/Chairman  
of the Board of Directors**

Directors.

**Pham Cao Son**