ANGIA

ANNUAL REPORT

2019

WESTGATE
Riverside THE GARDEN
SIGNIAL THESÓNG
River Panorama TheSóng RIVERSIDE
THE GARDEN SKYLINE
RIVERSIDE THE STAR Sky89
Riverside SKY89 THE STAR
SKYLINE RIVER PANORAMA
River Panorama TheSóng RIVERSIDE
THESÓNG SIGNIAL
SKY89 Westgate Riverside SKY89
THE STAR WESTGATE
TheSóng RIVERSIDE SIGNIAL The Garden
RIVER PANORAMA RIVER PANORAMA
SIGNIAL The Garden SKYLINE
WESTGATE SKY89 Westgate
THE STAR Sky89 RIVERSIDE
TheSóng SKYLINE The Garden SKY89
SIGNIAL WESTGATE
RIVER PANORAMA SIGNIAL Riverside
Riverside SKY89 River Panorama
THE STAR THE GARDEN

BETTER AND MORE

ANNUAL REPORT 2019

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AN GIA'S JOURNEY

A MID-END REAL ESTATE DEVELOPER

LOOK HIGH, THINK BIG AND GO FAR

BREAKTHROUGH OF YOUTH

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PROTECT NATURAL RESOURCES AND CREATE FUTURE

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TRANSPARENCY IN EVERY ACTIVITY

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BETTER AND MORE

PART I

AN GIA'S HISTORY AND MESSAGE
OF THE BOARD'S CHAIRMAN

AN GIA'S JOURNEY

1. VISION – MISSION – CORE VALUES

VISION

The leading Vietnamese real estate group with global reputation

MISSION

To offer better living experiences to customers

BUSINESS PHILOSOPHY

"BETTER AND MORE"

CORE VALUES

2. MESSAGE

AN GIA'S JOURNEY

ON THE PATH TO REDEFINE THE MID-END SEGMENT

Dear shareholders, investors, customers and partners,

2019 is a historic milestones of An Gia's 5-year transformation from a real estate service provider to a project developer.

We spent such 5 years on "redefining" the mid-end segment with the aim of creating products of outshining quality that far satisfy customers and more than that, make them proud owners.

Mindful of such target, we always try to learn new things and experiences of predecessors. We are eager listener and high-spirited improver heading towards finer quality of products and services. By standing in customers' shoes, we are aware that sometimes a small change can make big differences.

It is our mindset that pushes for the continuous evolution of An Gia's products and keeps up the market absorption, as many projects achieved an absorption rate of over 80% in just 3 months. I believe that the customers' trust in An Gia is the key to smooth the way for everything.

On our chosen path, An Gia team are aware that we may be neither the most experienced ones nor the best leaders. However, we are empowered by the most treasured virtue: an extensive integrity, which earned An Gia long-lasting partnerships with international brands such as Creed Group, Hoosiers, and local household names like Coteccons Group, Nam Hung Land, Danh Khoi (DKRS).

THE NEVER-ENDING "BETTER AND MORE" JOURNEY

Ladies and gentlemen,

For An Gia, listing on the stock market is not our final target, but the beginning. We have a long way to go and a lot of things to do to repay the trust of our partners, customers and shareholders.

2020 is foreseen as a challenging year for both real estate and security markets. Since its incorporation, An Gia has indeed had its key milestones falling in downtimes of business environment. That is why we keep ourselves mindfully cognizant and take solutions to ride out hard times.

Not only this year but during its journey, An Gia will dedicate all of its resources to making a better living experience for customers/residents, nicer partnering experience for partners/co-developers, and finer working experience for employees. In the long term, An Gia heads towards larger complexes in neighboring provinces and aims to become a city developer in the next 5 years.

There will be certainly unforeseen happenings on the way to accomplish our strategy, when An Gia must stick by its core values: integrity, speed, improvement, teamwork and power of thinking. It is such values that keep An Gia surviving and thriving over extreme hardships. Integrity is particularly the most precious value that An Gia embraces at all times. An Gia also relies on the "power of thinking" to believe that every problem has a solution.

Ladies and Gentlemen,

I hold a firm belief that a business must draw its way before it goes, everything takes time to come and there are no shortcuts to success. We need to be committed, persistent and firmly confident in the mission we choose.

I wholeheartedly appreciate the companionship and trust of our shareholders, investors, customers, partners and all employees over the past time and during our path to become a worldwide renowned Vietnamese real estate group.

Sincerely thanks for your partnering us on this journey.

NGUYEN BA SANG
Board Chairman
cum Chief Executive Officer

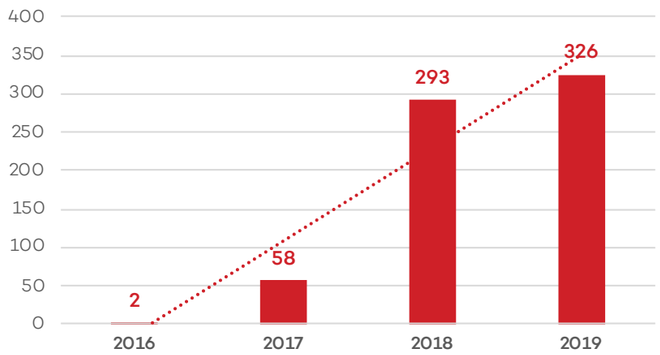
3. AN GIA'S HIGHLIGHTS

3.1 | ACHIEVEMENTS

- **~ 1.000.000*** (m²) GFA HANDED OVER
  (*) including all projects up to the end of 2019
- **90%** AVERAGE IRR FOR CAPITAL PAID IN AGG
- **80%** AVERAGE ABSORPTION RATE AFTER 3 MONTHS INTO PROJECT LAUNCH

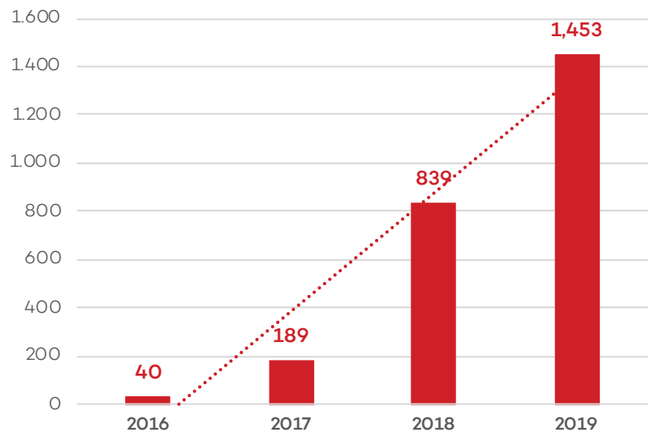
EARNINGS AFTER TAX OF THE HOLDING COMPANY

- VND 326 billion
- Up 12% from 2018
- CAGR 495%



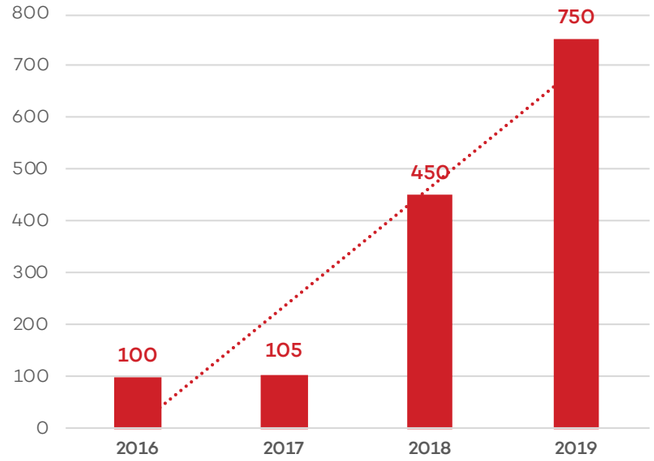
OWNER'S EQUITY

- VND 1,453.5 billion
- Up 73% year over year
- CAGR 229%



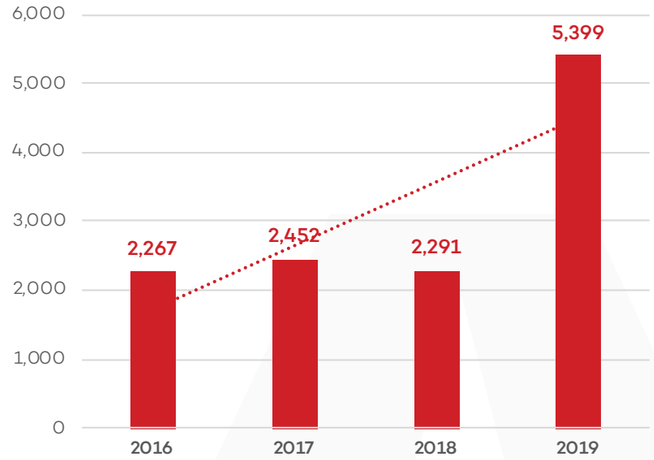
CHARTER CAPITAL

- VND 750 billion
- Up 67% year over year
- CAGR 96%



TOTAL ASSETS

- VND 5,399 billion
- Up 36% year over year
- CAGR 34%



3.2 | AWARDS

- Top most reputable property developers voted by the Vietnam Association of Real Estate Brokers.
- Skyline: Best Mid-end Condo under Vietnam Property Award 2018.
- The Sóng: Best Condo Architectural Design under Vietnam Property Award 2019.
- The Sóng: Best Condo Interior Design under Vietnam Property Award 2019.

4. HISTORY OF ESTABLISHMENT AND DEVELOPMENT

2012

An Gia operated as a joint stock company with charter capital of VND 100 billion.

Principal lines of business: real estate brokerage, wholesale and distribution.

2014

An Gia transformed into a real estate developer.

Launched two affordable segment projects: The Garden and The Star.

Relocated the head office to 30 Nguyen Thi Dieu, Ward 6, District 3, Ho Chi Minh City.

2015

Took part in strategic partnership with USD 5 billion investment fund Creed Group (Japan). Committed initial investment capital of 200 million US dollars.

Launched Riverside and Skyline (District 7) absorption rate of over 80% in 3 months of launch.

2016

An Gia cooperated with Phat Dat and Creed Group to develop the River City with 4,800 residential units. The project was transferred to third parties within one year thereafter.

2017

Strategic partnership with Hoosiers (Japan).

Launched River Panorama with total 1,006 residential units.

Increased the capital to VND 105.2 billion.

2018

Launched Sky 89 with total 430 residential units.

Increased the capital to VND 450 billion.

2019

Launched Signial with 1,150 residential units and The Sóng with 1,671 residential units.

Increased the capital to VND 750 billion, foreign ownership ratio of nearly 30%.

Strategic partnership with: Actis, Hyundai E&C and Coteccons.

2020

January 9th, 75 million AGG stocks were listed on HoSE.

Launching Westgate - the condominium project in the administrative center of West Saigon area with total nearly 2,000 units.

ANGIA

THE LEADING VIETNAMESE REAL ESTATE GROUP WITH GLOBAL REPUTATION

"An Gia must become a project developer, because I want to control the progress and quality of our projects - two things that we couldn't as a broker.

Mr. Nguyen Ba Sang

on the occasion of An Gia's transformation into a real estate developer in 2014

"An Gia's beautiful designs outperform their counterparts of the same segment and create for good sales enablement. We can make it big by investing in An Gia."

Mr. Yamaguchi Masakazu
Representative of Creed Group

"In any market where we prospect for partnership, spotlight will be given on those who are visionary and committed. We believe that An Gia's youthful energetic team would empower them to realize the vision of becoming a globally renowned Vietnamese real estate group."

Mr. Tetsuya Hirooka
Chief Executive Officer of Hoosiers Holdings

"Working with An Gia, we are impressed by a high responsibility of cost efficiency, consistent customer-centric mindset, inspirational qualities and great creativity that they dedicated to making first-rate products and making home buyers proud owners."

Mr. Brian Chinappi
Chairman of Asian Real Estate Fund - Actis LLP (UK)

"An Gia offers itself on the security market in the attempt to raise fund for more projects, towards transparency, comprehensive and sustainable development."

Mr. Nguyen Ba Sang

on the official listing of An Gia on Vietnam stock exchange

PART II

INTRODUCTION

A MID-END REAL ESTATE DEVELOPER

1. OVERVIEW

An Gia Real Estate Investment and Development Corporation (An Gia - Ticker symbol: AGG) is a leading affordable and mid-end housing developer who offers transcending construction and design quality.

TRADING NAME	An Gia Real Estate Investment and Development Corporation
ABBREVIATION	An Gia
TICKER SYMBOL	AGG (HoSE)
ENTERPRISE REGISTRATION CERTIFICATE NO	0311500196
CHARTER CAPITAL	VND 750,000,000,000 (Seven hundred fifty billion dong)
HEADQUARTER	No. 30 Nguyen Thi Dieu Street, Ward 6, District 3, Ho Chi Minh City, Vietnam
PHONE NUMBER	(84-28) 3930 3366
FAX	(84-28) 3930 9595
WEBSITE	www.angia.com.vn
PRINCIPAL LINES OF BUSINESS	REAL ESTATE DEVELOPMENT AND INVESTMENT • Trading in real estate, land use rights as an owner, an user or a tenant, line code 6810 (pursuant to Clause 1, Article 10 of the Law on Real Estate Business) • Providing management consultancy, line code 7020 (except financial and accounting consulting services) (CPC: 865)
BUSINESS LOCATIONS	The Company has housing projects in Ho Chi Minh City and the vicinities such as Vung Tau, Binh Duong, Long An, Dong Nai.

2. INTRODUCTION TO THE EXECUTIVE COMMITTEE

2.1 | INTRODUCTION TO THE BOARD OF DIRECTORS

Mr NGUYEN BA SANG

Chairman of Board of Directors

Mr. Nguyen Ba Sang leads An Gia to focus all resources on product and service development, in earnest pursuit for continual improvement of customer experience.

He believes customers to be the decider of the Company's size and prosperity. Customer's trust is the key for An Gia to unlock the goal of becoming a globally renowned Vietnamese real estate group.

He appreciates business integrity and the power of thinking in solving problems, and attaches paramount importance to these two out of five core values of the Company.

Mr NGUYEN TRUNG TIN

Vice Chairman of the Board of Directors

Mr. Nguyen Trung Tin affirms his role in An Gia as a visionary leader who pays keen attention to work performance. He leads An Gia with a human-centric thinking and focus on staff development.

He is the incumbent Board of Directors's Vice Chairman of An Gia Real Estate Investment and Development Corporation. He is also a member of Ricons Construction Investment Joint Stock Company's Board of Directors and holds key positions in some other enterprises.

Mr MASAKAZU YAMAGUCHI

Member of Board of Directors

Mr. Masakazu Yamaguchi joined the Board of Directors of An Gia Real Estate Investment and Development Corporation in 2014 as the representative of Creed Group - a prestigious Japanese USD 5 billion investment fund.

With more than 18 years of experience in real estate investment, he is in charge of investment and capital raising for Creed Group in Vietnam and the Philippines.

Mr VU QUANG THINH

Independent Member of Board of Directors
Head of Strategy Sub-Committee

Mr. Vu Quang Thinh was elected as an Independent Member of the Board of Directors at the extraordinary General Meeting of Shareholders in 2019 of An Gia Real Estate Investment and Development Corporation. Thinh is a reputable expert in investment, strategic consulting and corporate restructuring who has given a lot of important advice for strategic decisions of An Gia.

As a member of the Board of Directors of Dynam Capital Limited, he is now managing the total assets of nearly USD 200 million.

Mr DO LE HUNG

Independent Member of Board of Directors
Head of Audit Sub-Committee

Mr. Hung is a renowned corporate governance – organization expert. With an aim to restructure toward a modern governance model that upholds transparency, An Gia's shareholders elected him to be an independent member of the Board of Directors in September 2019.

Mr. Hung is also an independent board member of many well-known listed companies namely Vietnam Dairy Products Joint Stock Company (Vinamilk) and DHG Pharmaceutical Joint Stock Company, etc.

INTRODUCTION TO THE EXECUTIVE COMMITTEE (CONTINUED)

2.2 | INTRODUCTION TO THE BOARD OF MANAGEMENT

Mr NGUYEN BA SANG

Chief Executive Officer

Starting up his business in 2000 as a real estate service salesman, Mr. Sang has extensive experiences, sheer acumen and profound insights into Vietnam real estate development and trading.

He founded An Gia in 2008 and has turned it from a real estate service provider to a leading real estate developer in the affordable and mid-end segment. An Gia is where he "redefines" the mid-end apartment segment by creating projects with transcending quality, design and utilities.

Mr NGUYEN TRUNG TIN

Deputy Chief Executive Officer

Mr. Nguyen Trung Tin has over 10 years of experience in business development and 12 years of experience in real estate.

Working for An Gia since 2012 as Deputy Chief Executive Officer, he takes charge of foreign affairs, investment and finance. With a calm personality and the sensitivity to numbers, he relies important decisions on careful research, internal and market data analysis.

Mr NGUYEN THANH CHAU

Chief Accountant

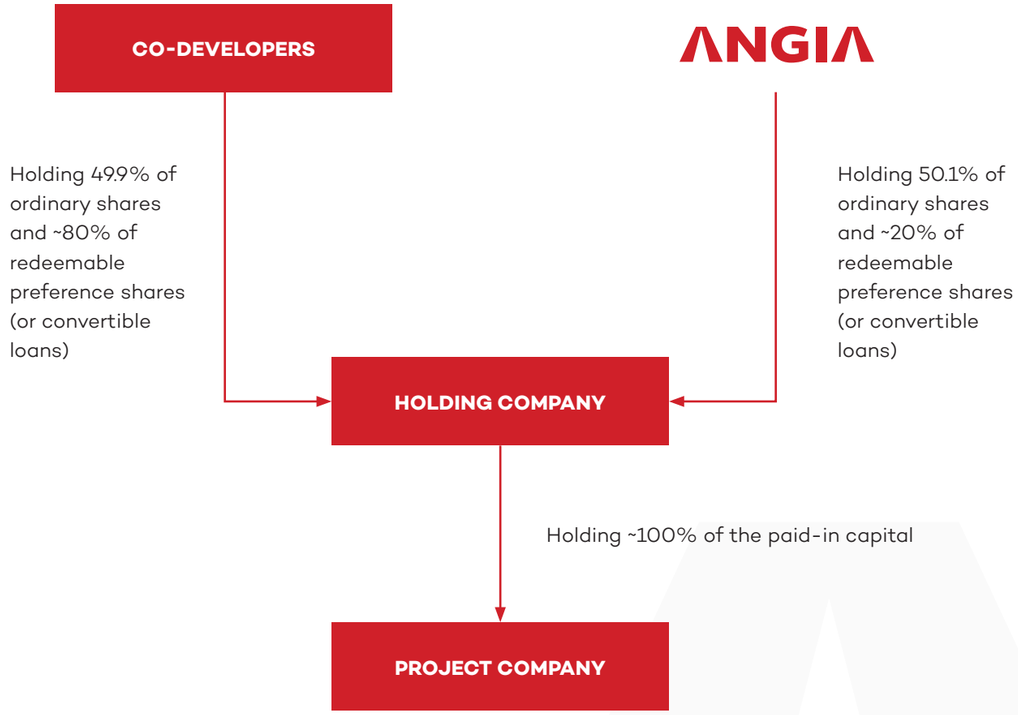
Mr. Nguyen Thanh Chau is a Master of Economics with more than 20 years of experience in accounting and taxation. He has worked for An Gia as Chief Accountant since September 2019, responsible for corporate finance, accounting management and reporting activities that are required for listed companies.

It is expected that Mr. Chau, would devote his professional knowledge and experiences to the perfection of financial management and advisory systems that helps An Gia operate effectively and sustainably.

3. STRATEGIC ORIENTATION

3.1 | INVESTMENT STRUCTURE

An Gia maintains a typical holding model which involves a holding company and project company.



Investment structure of An Gia

This model has the holding company, by its name, taking over projects or paid-in capital (of the companies that own the projects). An Gia and co-developers finance the holding company and project company by contributing capital or providing loans.

The above structure allows the holding company to hold 2 types of shares: ordinary shares and redeemable preference shares. Depending on the investment structure of specific projects, An Gia holds from 30% to 51% of ordinary shares and about 20% of redeemable preference shares (or convertible loans). Co-developers hold from 49% to 70% of ordinary shares and ~80% of redeemable preference shares (or convertible loans).

When a positive cash flow is recognized (normally after 2 to 3 years of project development), the project company will pay dividends to the holding company. Then, the holding company redeems the redeemable preference shares from (or repay the convertible loans to) shareholders and decreases the charter capital. As such, the holding and profit sharing ratio between parties are as follow: An Gia (about 50.1%) –co-developers (about 49.9%). At the same time, the holding company becomes a subsidiary of An Gia.

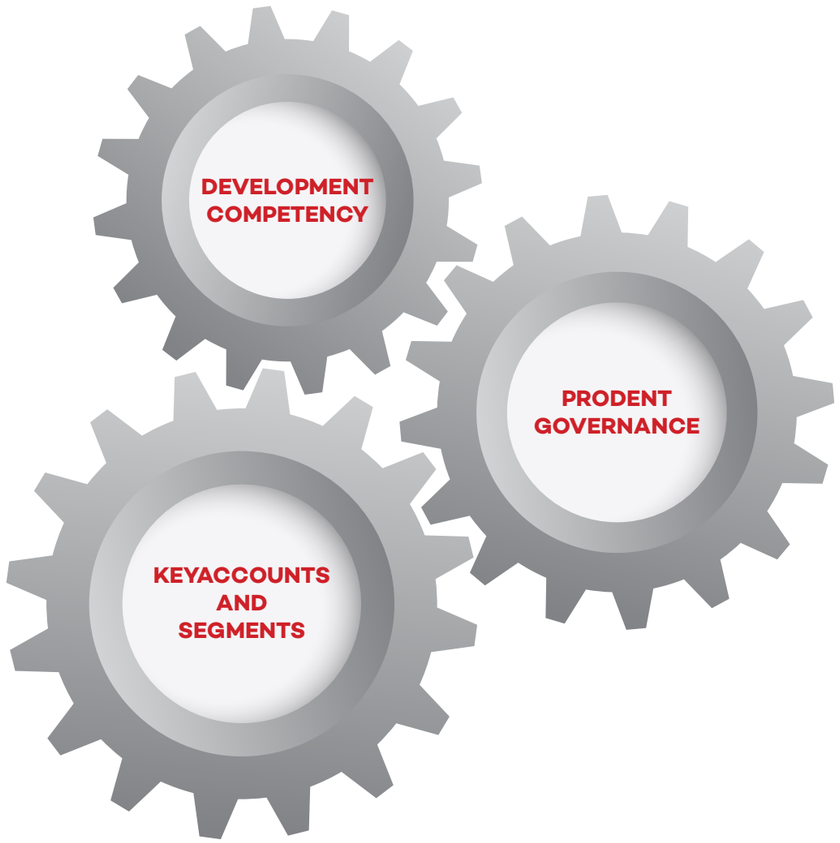
STRATEGIC ORIENTATION (CONTINUED)

3.2 | DEVELOPMENT STRATEGY

INSIDE – OUT:
HONE INNER POWERS – CONQUER THE MARKETS

An Gia emphasizes 3 focus points of the development strategy:

1. Prudent governance,
2. Focus on key accounts and segments,
3. Project development competency improvement



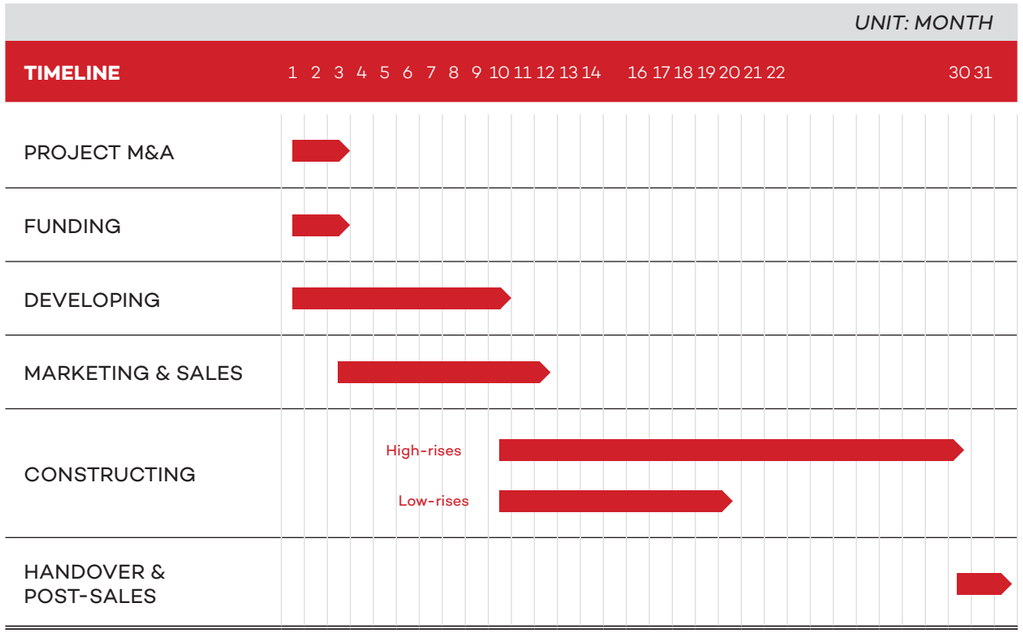
3 focus points of An Gia's development strategy

STRATEGY	IMPLEMENTATION ORIENTATION
PRUDENT GOVERNANCE	• Listing the Company on HoSE, carrying out sustainable management per standards for public companies, towards OECD's governance standards, 2/5 members being independent executive members. • Being transparent in all activities: legal, sales, operation, internal audit and external audit. • Diversifying sources of funds, maximizing cash flow and controlling risks.
FOCUS ON KEY ACCOUNTS AND SEGMENTS	• Marketing, sales, payment scheduling, valuation, etc., are all driven to targeted customers: people of middle class aged 30 to 45. • Customer-centric: optimizing living space design and customer experiences. • Diversifying products: apartments, townhouses, condotels, shop houses ...
EXPANSION OF LAND FUND AND PROJECT DEVELOPMENT COMPETENCY IMPROVEMENT	• Expanding the clean land funds in Ho Chi Minh City and neighboring provinces. • Developing projects: expanding projects, improving product quality (design, construction), speeding up the development by accelerating legal process, design, construction and handover ... • Completing the value chain to enhance customer experiences.

STRATEGIC ORIENTATION (CONTINUED)

3.3 | BUSINESS MODEL

An Gia pursues a structured business model that concentrates all resources on promoting its core competencies: developing mid-end and affordable housings.



The value chain in this business model involves many complex stages that require high levels of professionalism and concentration:

- **In terms of project M&A:** the Company heads for acquiring projects that have been approved. These projects, though highly priced, are legally transparent, quickly progress and minimize long-term risks. The Company aims at charting land funds in Ho Chi Minh City (District 7, Binh Chanh, District 9, Nha Be, Binh Tan ...) and the vicinities (Long An, Binh Duong, Dong Nai ...) to fit its niche segments. Besides the location and legal factors, investment is also taken into careful consideration through concrete qualitative assessments so as to ensure the project financial efficiency.

- **As for project funding:** An Gia's projects are typically implemented upon involvement of prestigious entities like Co-Developers (Creed, Hoosiers, Riland ...), Credit Institutions (MBBank, Vietinbank ...), Bond issuance consultants (Techcombank Securities, KB Securities, VPBank Securities ...). An Gia's investment structure ensures solid and stable sources of fund for projects even against the scarcity of real estate credit.

- **An Gia's project development stage:** includes 03 main operations: Project legislation - Concept design - Product valuation. The legal transparency of land funds helps An Gia to smooth things over and accelerate the legal procedures. The design team is responsible for ensuring the optimization of living space and experience for customers. Product valuation is standardized on the basis of project location, associated utilities, market research, assessment of key account's potential and survey into distributors, so that the offering prices are realistic, close to product value and reachable for co-developers.

- **As for marketing & sales:** An Gia does not have its own sales team, but rather closely works with distribution systems tier 1 (Nam Hung Land, DKRS) and tier 2 (about 30 companies and real estate exchanges). Offerings are organized in pair with media campaigns, sales training, open houses ... in a professional and well-structured manner. An Gia also maintains a high commission rate (5-6%) for brokers as compared to that of market average (3-4%).

- **Regarding construction implementation:** the Company selects leading Vietnamese contractors such as Coteccons, Ricons and An Phong to ensure the construction progress and quality. An Gia's project supervisor team works in close liaison with contractors to regularly evaluate, draw lessons and remedy shortcomings during the construction process.

- **As regard to handover and post-sales activities:** An Gia's products are always handed over on time in a straightforward and time-saving manner. The Company is also learning to apply technologies such as electronic signatures, apartment management and customer care applications into updating project schedule, and facilitating handover and customer survey ... After handover, the Company conducts periodic inspections to probe defects and carry out timely service and maintenance, so as to ensure the best conditions of projects.

4. ESCALATION OF CHARTER CAPITAL

In parallelism with business development, the Company has increased its charter capital as follows:

TIME	INCREASE AMOUNT (VND)	CHARTER CAPITAL AFTER ISSUANCE (DONGS)	METHOD FOR INCREASING THE CHARTER CAPITAL
2012			
18/01/2012	**100,000,000,000**	**100,000,000,000**	Startup capital of a joint stock company.
2017			
18/07/2017	**5,263,160,000**	**105,263,160,000**	Private placement to Hoosiers VN-1 LTD
2018			
11/09/2018	**26,315,790,000**	**131,578,950,000**	Private placement for conversion of Creed Investment's loan
26/10/2018	**78,421,050,000**	**210,000,000,000**	Issuing stocks to increase equity capital and paying out stock dividend
28/12/2018	**240,000,000,000**	**450,000,000,000**	Issuing stocks to existing shareholders
2019			
21/03/2019	**18,200,000,000**	**468,200,000,000**	Issuing stocks to staff members
29/03/2019	**231,800,000,000**	**700,000,000,000**	Issuing stocks in order to increase the equity capital
26/09/2019	**50,000,000,000**	**750,000,000,000**	Private placement to KIM Vietnam IPO balanced fund, and KIM KOIC Vietnam IPO Private Fund

5. SUBSIDIARIES AND AFFILIATES

SUBSIDIARIES

ANGIA

CRE & AGI CONSULTANT JOINT STOCK COMPANY

Share-holding percentage:	99.80%
Charter capital:	VND 1.5 billion
Principal lines of business:	Providing management consultancy (Excluding legal, financial and accounting consultancy)
Projects:	Skyline Riverside

AN GIA PHU THUAN REAL ESTATE INVESTMENT COMPANY LIMITED

Share-holding percentage:	99.80%
Charter capital:	VND 20 billion
Principal lines of business:	Trading in real estate, land use rights as an owner, an user or a tenant
Projects:	Skyline Riverside

AN GIA PHU THINH JOINT STOCK COMPANY

Share-holding percentage:	50.09%
Charter capital:	VND 350 billion
Principal lines of business:	Trading in real estate, land use rights as an owner, an user or a tenant
Projects:	River Panorama Sky89 Signial

AGI & HSR CONSULTANT JOINT STOCK COMPANY

Share-holding percentage:	50.09%
Charter capital:	VND 1.5 billion
Principal lines of business:	Providing management consultancy (Excluding legal, financial and accounting consultancy)
Projects:	River Panorama Sky89 Signial

VIET ADDRESS OFFICE HOUSING DEVELOPMENT JOINT STOCK COMPANY

Share-holding percentage:	99.98%
Charter capital:	VND 20 billion
Principal lines of business:	Trading in real estate, land use rights as an owner, an user or a tenant
Projects:	The Address

AFFILIATES

GIA KHANH MANAGEMENT AND DEVELOPMENT CORPORATION

Share-holding percentage:	45.01%
Charter capital:	VND 350 billion
Principal lines of business:	Providing management consultancy (Excluding legal, financial and accounting consultancy)
Projects:	Westgate

HOANG AN CONSULTANT JOINT STOCK COMPANY

Share-holding percentage:	45.01%
Charter capital:	VND 300 billion
Principal lines of business:	Providing management consultancy (Excluding legal, financial and accounting consultancy)
Projects:	The Sóng

AGI & GLC CONSULTANT JOINT STOCK COMPANY

Share-holding percentage:	30.01%
Charter capital:	VND 47.3 billion
Principal lines of business:	Providing management consultancy (Excluding legal, financial and accounting consultancy)
Projects:	BC27

AGI & DDC CONSULTANT JOINT STOCK COMPANY

Share-holding percentage:	30.01%
Charter capital:	VND 47.5 billion
Principal lines of business:	Providing management consultancy (Excluding legal, financial and accounting consultancy)
Projects:	BC27

AGI & HVC CONSULTANT JOINT STOCK COMPANY

Share-holding percentage:	30.01%
Charter capital:	VND 37.3 billion
Principal lines of business:	Providing management consultancy (Excluding legal, financial and accounting consultancy)
Projects:	BC27

RELATED COMPANIES

WESTERN CITY COMPANY LIMITED

Charter capital:	VND 185.6 billion
Principal lines of business:	Trading in real estate, land use rights as an owner, an user or a tenant
Projects:	Westgate

PHUOC LOC INVESTMENT CONSTRUCTION TOURISM CORPORATION

Charter capital:	VND 280 billion
Principal lines of business:	Trading in real estate, land use rights as an owner, an user or a tenant
Projects:	The Sóng

CTCP BAT DONG SAN GIA LINH

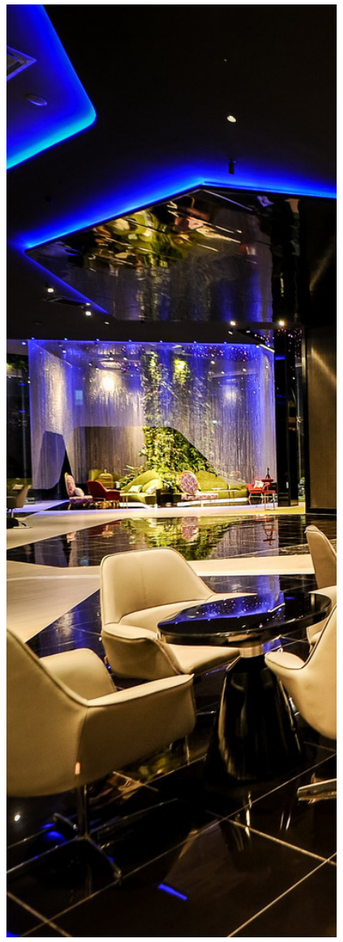
Charter capital:	VND 352 billion
Principal lines of business:	Trading in real estate, land use rights as an owner, an user or a tenant
Projects:	BC27

DANG DUONG REAL ESTATE DEVELOPMENT CORPORATION

Charter capital:	VND 355 billion
Principal lines of business:	Trading in real estate, land use rights as an owner, an user or a tenant
Projects:	BC27

HUNG VUONG REAL ESTATE MANAGEMENT AND DEVELOPMENT CORPORATION

Charter capital:	VND 290 billion
Principal lines of business:	Trading in real estate, land use rights as an owner, an user or a tenant
Projects:	BC27



6. PROJECT LIST

An Gia develops apartment and housing projects towards a better living experience, chiefly focusing on affordable & mid-end segments with outstanding design, quality and utilities.

6.1 | COMPLETED AND HANDED OVER PROJECTS

1 THE GARDEN

The Garden in Tan Phu District makes us think twice on what apartment standard is.

The Garden has a prime location on Tan Ky Tan Quy street. It has convenient access to Aeon Mall, Celadon City eco-urban township, Metro Line 2 Ben Thanh - Tham Luong, Thong Nhat Hospital, Tan Son Nhat International Airport ...

The Garden is still a standout project that, since its launch, has reshaped the standard of mid-end apartments in Tan Phu District. The Garden boasts a high-class utility system: a resort-styled lobby in generous nature ambience, spacious rooftop garden, international standard swimming pool ...

LOCATION	:	295 Tan Ky Tan Quy, Tan Son Nhi Ward, Tan Phu District, Ho Chi Minh City
TYPE OF DEVELOPMENT	:	Classy condominium in Tan Phu
TENURE	:	Freehold for Vietnamese
TIME OF HAND-OVER	:	2016
SEGMENT	:	Affordable
PROJECT SCALE	:	37,959 m^2
NO. OF FLOORS	:	15
NO. OF UNITS	:	390
STATUS	:	Sold out and handed over in 2016

THEGARDEN

PROJECT LIST (CONTINUED)

6.1 | COMPLETED AND HANDED OVER PROJECTS

2 THE STAR

Quality living space with the most versatile, comfortable and modern apartments in the segment.

The Star at its launch was the first 5-star standard condominium design of mid-end segment that brought out classy quality living space in Binh Tan. The Star puts on show a modern lifestyle with a wide range of utilities such as "5-star" lobby, Lap Pool surrounded by plants, children's playgrounds...

Living in the heart of Binh Tan District, The Star residents have utilities under their nose, like: Trieu An Hospital, Big C supermarket, Aeon Mall, and Tan Son Nhat International Airport.

THE STAR

LOCATION	:	Tan Mai Residential Area, National Highway 1A, Tan Tao Ward, Binh Tan District, HCMC
TYPE OF DEVELOPMENT	:	Condominium complex
TENURE	:	Freehold for Vietnamese
TIME OF HAND-OVER	:	2017
SEGMENT	:	Affordable
PROJECT SCALE	:	35,335 m^2
NO. OF FLOORS	:	21
NO. OF UNITS	:	480 căn
STATUS	:	Sold out and handed over in 2017

3 RIVERSIDE

Riverside condominium in District 7 is endowed with a golden location and thousands of utilities.

Located adjacent to Phu My Hung, Riverside harmoniously adds a node to the modern new urban quarter in the heart of District 7 and synchronous traffic access to District 1.

Cuddled by the largest curve of Saigon River, Riverside is in full view to the blue water. It enjoys a cool climate all year round and provides an airy fresh living space.

The high-class condominium embraces in it all standards of a modern life: luxurious 5-star waterfall lobby, children's playground, river view infinity swimming pool ..., which make it outshine its peer projects.

LOCATION	:	89 Hoang Quoc Viet, Phu Thuan Ward, District 7, Ho Chi Minh City
TYPE OF DEVELOPMENT	:	Riverfront condominium in District 7
TENURE	:	Freehold for Vietnamese
TIME OF HAND-OVER	:	2017
SEGMENT	:	Mid-end
PROJECT SCALE	:	26,020 m^2
NO. OF FLOORS	:	25
NO. OF UNITS	:	246
STATUS	:	Sold out and handed over in 2017

RIVERSIDE

PROJECT LIST (CONTINUED)

6.1 | COMPLETED AND HANDED OVER PROJECTS

4 SKYLINE

Best Mid-end Condo in 2018.

Skyline's supreme living space in South Saigon offers high-end utilities, Saigon River view, central location in District 7 and proximity to Phu My Hung. Skyline residents can easily get to District 1 downtown and the center of new urban area in District 2 through Thu Thiem 4 Bridge, and revel in plenty of services right near at hand in Phu My Hung.

Skyline boasts a delicate design that avails all views towards Saigon River and Sky Pearl Lake. 5-star utilities and classy interior earn Skyline a crown among top-notch riverfront condominium projects in Southern Saigon.

Skyline was appraised as the Best Mid-end Condo Development at Property Guru 2018. This is a prominent title under the Property Guru Asia Property Awards system -- Asia's largest and most reputable real estate awards.

SKYLINE

LOCATION	:	89 Hoang Quoc Viet, Phu Thuan Ward, District 7, Ho Chi Minh City
TYPE OF DEVELOPMENT	:	Riverfront condominium in District 7
TENURE	:	Freehold for Vietnamese
TIME OF HAND-OVER	:	2017
SEGMENT	:	Mid-end
PROJECT SCALE	:	49,446 m²
NO. OF FLOORS	:	35
NO. OF UNITS	:	471
STATUS	:	Sold out and handed over in 2017

6.2 | ONGOING PROJECTS

5 RIVER PANORAMA - A RIVERSIDE MASTERPIECE ENDOWED WITH GREEN AMBIENCE

River Panorama makes your dream of living in a real "resort" comes true.

River Panorama has a "golden" location right in the center of Southern Saigon, within the area of Dao Tri – Hoang Quoc Viet, foreseen to be the most beautiful riverfront road in Saigon. River Panorama is in close proximity to the center of Phu My Hung Residential Area, District 1 downtown and Thu Thiem New Urban Area.

River Panorama offers a cluster of one-of-a-kind resort facilities: open ground floor, over-resort-styled 1,000 m² wide super-lobby lounge, roof-top swimming pool on the 35th floor at a height of 120 m, Sky Pearl Lake and Canal Park ...

LOCATION	:	89 Hoang Quoc Viet, Phu Thuan Ward, District 7, Ho Chi Minh City
TYPE OF DEVELOPMENT	:	Riverside condominium in District 7
TENURE	:	Freehold for Vietnamese
PROJECT SCALE	:	89,660 m²
NO. OF FLOORS	:	35
NO. OF UNITS	:	1,006
STATUS	:	To be handed over in quarter 4/2020

RIVER PANORAMA

PROJECT LIST (CONTINUED)

6.2 | ONGOING PROJECTS

6 SKY89 - GOLDEN SITE IN SOUTHERN SAIGON

Revel in the next level of elite life

Sky 89 gives a proud living experience that engages first-rate recreational & home resort utilities in harmonious resonance with the universal utility community. Its priceless location in river frontage, feng-shui-incorporated layout and easy connection to city hubs make Sky89 the number one choice.

Living in the heart of Southern Saigon, Sky 89 residents have at their fingertips the way to Phu My Hung Urban Area, the city center and Thu Thiem New Urban Area. Sky 89 benefits from various utilities of adjacent well-known projects, trading complexes, offices and world-class school systems.

sky 89

LOCATION	:	89 Hoang Quoc Viet, Phu Thuan Ward, District 7, Ho Chi Minh City
TYPE OF DEVELOPMENT	:	Riverside condominium in District 7
TENURE	:	Freehold for Vietnamese
PROJECT SCALE	:	43,823 m^2
NO. OF FLOORS	:	35
NO. OF UNITS	:	430
STATUS	:	To be handed over in quarter 3/2021

7 SIGNIAL – MODERN LIVING

Smart stay property - a new generation of settlement solution.

Signial best meets all the needs for work, study, relaxation and recreation. The project integrates a 5-star hotel standard utility complex including rooftop swimming pool, gym and yoga, movie room, karaoke room, virtual reality gaming room, spacious airy lobby with lounge and reception areas. It also has meeting rooms and a library to satisfy the learning and working needs of international students, foreign residents and dwellers in District 7.

The project targets young, dynamic Millennials who are longing for a live-work space that assures them a vibrant colorful life in the tranquil embrace of nature. Signial is also a perfect choice for young families as its interior utilities are geared towards family, work and school activities for young children.

LOCATION	:	89 Hoang Quoc Viet, Phu Thuan Ward, District 7, Ho Chi Minh City
TYPE OF DEVELOPMENT	:	Hotel - Smart stay property
TENURE	:	Until 2060
PROJECT SCALE	:	66,000 m^2
NO. OF FLOORS	:	33
NO. OF UNITS	:	1.150
STATUS	:	2021

SIGNIAL
MODERN LIVING

PROJECT LIST (CONTINUED)

6.2 | ONGOING PROJECTS

8 5 STAR + SEA HOLIDAY APARTMENTS

This project makes true "second homes" for those who pack and go in search for Saigon tranquil charm.

The Sóng is spotlighted by investors for its diamond location in Thi Sach street frontage (Vung Tau), proximity to the 5-star Pullman Hotel and fingertip distance from Bai Sau. Notably, according to the last planning of Vung Tau, the city People' Committee will turn the project neighborhood into a nightlife entertainment hub and the center of a 5-star resort curve. Vung Tau real estate investors can hardly find such a desirable land fund as The Sóng at the moment.

The Sóng features not only a prime position but also a unique architecture inspired by sea waves. This design creates some nuance of litheness and subtlety, keeping the project far from dull motif as seen in other high-rise projects. The Sóng is expected to become a new architectural icon of Vung Tau.

The Sóng earned two noble titles: Best Condo Architectural Design and Best Condo Interior Design at Vietnam Property Awards 2019.

LOCATION	:	28 Thi Sach, Thang Tam Ward, Vung Tau City
TYPE OF DEVELOPMENT	:	Hotel – Holiday apartment
GROSS FLOOR AREA (GFA)	:	123,424 m^2
NO. OF FLOORS	:	36
TOTAL UNITS	:	1,671
TIME OF HAND-OVER	:	Quarter 1/2022

9 WESTGATE – CONDOMINIUM IN WEST SAIGON ADMINISTRATIVE CENTER

A prospective 5-facaded project perfect for living and thriving.

Westgate is situated in the administrative center of West Saigon with 5 priceless facades: opposite to Binh Chanh People's Committee, hospital, park, Nguyen Van Linh Boulevard and Tan Tuc Street. Moreover, it features outstanding utilities compared to peer projects. Residents are just a few steps away from administrative agencies, parks, health care systems and busy shopping streets. Westgate is surrounded by a complete transport infrastructure, high-quality medical facilities, inter-level education system ranging from elementary, secondary schools to universities, hub markets and terminals,...

For this affordable segment project, An Gia pays keen attention to every planning detail, design, apartment and integrates various quality utilities that exceed customer expectations: Olympic standard pool, kid's swimming pool, outdoor & indoor children's playground, camp sites & BBQ areas, multi-purpose sport grounds, library, banquet room, karaoke room, free public Wi-Fi, multi-layer security, central water filtration system... Westgate receives refreshing breeze from the central 2-hectare parks and cuddles inside itself a 1.9-hectare garden with 1,500 m2 of water surface. Residents will enjoy a happier life when they return home in the nature ambience after daily hustle.

LOCATION	:	349 Tan Tuc Street, Binh Chanh, HCMC
TYPE OF DEVELOPMENT	:	Condominium in West Saigon Administrative Center
GROSS FLOOR AREA (GFA)	:	31,005 m^2
TOTAL UNITS	:	Expected nearly 2,000
NO. OF FLOORS	:	20
TENURE	:	Freehold for Vietnamese
STATUS	:	Q2/2023

PROJECT LIST (CONTINUED)

6.2 | ONGOING PROJECTS

10 THE STANDARD (BINH DUONG)

The Standard (Binh Duong) is expected to become one among prime signature projects of An Gia in the self-contained row house complex segment. Inheriting An Gia's standard values and more, the project features a distinct landscape, generous green spaces and classy facilities with a USD-5-million clubhouse, putting on show one-of-a-kind elite life standard.

THE STANDARD BINH DUONG

LOCATION	:	Tan Uyen, Binh Duong
TYPE OF DEVELOPMENT	:	Self-contained row house
GROSS FLOOR AREA (GFA)	:	82,778 m^2
TOTAL UNITS	:	Expected 375 low-storey houses (row houses and shop houses)
TENURE	:	Freehold for Vietnamese
IMPLEMENTATION TIME	:	2020

PART III

REPORT OF MANAGEMENT

AIM HIGH, THINK BIG AND GO FAR

2019 should be a pivotal year for An Gia to lay the springboard for a new stage of evolution as a listed company since 2020. This year also marks the beginning of the Board of Directors's tenure (2019 – 2024), when a series of important changes, significant guidelines and policies on development strategic orientations and business operations were issued.

At this turning point, An Gia's entire operation and governance system has to adapt to the Company's transformation, ensuring the commitment to establish business plans while complying with new governance regulations. It must look higher and think bigger so as to go further.

1 EVALUATION AND ORIENTATION OF THE BOARD OF DIRECTORS

1.1 | EVALUATION OF THE BOARD OF DIRECTORS ON THE COMPANY'S PERFORMANCE

The year 2019 saw fruitful efforts and coordination of all departments and functional units in An Gia. This contributed to the accomplishment of the Company's business strategies and plans.

In particular, the Board of Directors highly appreciates achievements in project development, marketing and sales throughout the year, especially the successful launch of Signial (District 7, Ho Chi Minh City) and The Sóng (Vung Tau City). A high absorption rate of over 80% in just 3 months of launch is a remarkable result that further bolsters the Company's motivation. The Sóng winning 02 most noble titles of Vietnam Property Award 2019 proved the design team's competency and the judiciousness of product development strategic orientation. Such orientation should be further promoted in the years to come in every project of An Gia.

Construction contractors and supervisors were strictly selected so that projects in District 7, Ho Chi Minh City were timely progressed. Being kept on schedule, these projects will bring out stable cash flows in the next 2 years.

That Westgate (Binh Chanh) was the first project approved by Ho Chi Minh City in 2019 and could be commenced in the first quarter of 2020 against supply scarcity and weak market competition proved how competent the legislation team was. According to the Board of Directors, developing projects on clean and legally transparent land funds was a sound strategy that will empower An Gia to sustainably thrive in the future.

The existing land fund of nearly 80 hectares is a vigorous course of power for An Gia to develop 9,000-12,000 products in the years to come. This vital foundation for development was accumulated thanks to the committed efforts of Company members. With only 5 years of experience in project development, the Company has still achieved a laudable land fund growth rate, spotted the right location and created high profitability. The coming years may see more robust upsurge of the land fund.

For purpose of new brand identification, large-scale promotional activities were implemented and bore fruits. Signboards placed at "prime locations" made loud publicity. The new logo design was also in line with An Gia's business activities and development orientation.

Though a late comer, An Gia holds a high sense of social responsibility and enacts many policies, regulations and sanctions to strengthen the management of environment-impacting activities as well as to take care of employees, residents and the community's well-being. Nonetheless, in the coming years, this requires An Gia to set up specific criteria for sustainable development activities, thereby conducting more specific assessments and reports.

EVALUATION AND ORIENTATION OF THE BOARD OF DIRECTORS (CONTINUED)

1.2 | EVALUATION OF THE BOARD OF DIRECTORS ON THE BOARD OF MANAGEMENT'S PERFORMANCE

The Board of Management has organized business activities in accordance with the Board of Directors's Resolution and Decision, complying with the Company's Charter and Regulations, at the same time decently conducts reports and regular and extraordinary disclosure of information as required for listed companies by law.

Regarding business activities, the Board of Management united, took efforts and responsibility in administering the Company's business, reaching the revenue and profit of VND 385 billion and VND 326 billion respectively in 2019. The revenue has decreased year over year but the profit increased by 12%. This achievement was partly attributed to the business deployment flexibility, effective operation management and good control of expenses which help cut down cost of goods sold, hence the excess of both revenue and profit against the plan.

To obtain the business results as we see now, the Board of Management carried out the right strategy and prepared a thorough contingency plan. This, seen against the detrimental real estate business background in 2019, becomes even more creditable.

The Board of Management had many tasks done in 2019, including issuance for increase of charter capital from VND 450 to 750 billion. The Board of Directors highly appraises the selection and effectiveness of the issuance plan, which enabled capital inflows from two trusted foreign investment funds and helped diversify the shareholder structure.

As for listing of a private company, 75 million AGG stocks were listed on the Ho Chi Minh Stock Exchange (HoSE); the Board of Directors judges that legal provisions were strictly observed and efforts of the Board of Management as well as Company's teams turned into life the goal of An Gia to become a public company.

To get ready for the new role of a public company, the Board of Management carried out necessary improvements of the operation and corporate governance system. In particular, coordination with international consultants in scrutinizing, identifying potential organizational and operating risks, and promulgating governance regulations, code of conduct to prevent and control interest conflicts will give rise to long-lasting benefits for the whole system.

The Board of Directors also recognizes a high determination of the Board of Management in transforming the corporate management, governance model and staffing structure in 2019. The Board of Management set out appropriate policies to effectively recruit and retain talents and maintain a low turnover rate. The KPIs evaluation system was also timely completed to enhance employees' performance and working spirit.

1.3 | ORIENTATION OF THE BOARD OF DIRECTORS

The Board of Management prepared and submitted for approval of the Board of Directors a draft business plan for 2020, which would be submitted to the General Meeting of Shareholders, targeting net revenue of VND 2,400 billion and after-tax profit for the holding company of VND 410 billion. Taken into account a worrisome long-term economic outlook with erratic interest rates fluctuations, ever narrowing land fund and many other predicaments, business targets for 2020 will be tough challenges for the Company.

Besides supervising and supporting the Board of Management in realizing the business plan for 2020 as strategically directed, the Board of Directors recommends the Board of Management to focus on the following activities:

| Business development:

The Board of Directors directs the Company's Leadership and teams to follow the established strategy, to concentrate on focusing on project

development as the core competency, to continuously improve products and services quality, thereby providing better and better experiences to customers. This will bolster the fundamental values and foundations that backed An Gia's recent achievements.

At the same time, it is recommended that the Board of Management maintains prudent governance, keeps itself current to market movements, especially the impacts of macro business environment and other material factors, so as to inform the Board of Directors and make appropriate adjustments from time to time.

| Staffing:

To quickly seek and appoint an appropriate person as Chief Executive Officer, who takes charge of implementing business plans and strategic tasks set out by the Board of Directors. After that, to stabilize and effectively assign tasks among system components; the Company's system will be a powerful assistant to the Board of Management in the administration and implementation of business plans.

| Corporate governance:

- To quickly realize the recommendations of independent consultants, arrange staffs to monitor and supervise the implementation and to make regular report on implementation results to the Board of Directors and Audit Sub-Committee. To prioritize the foremost and fundamental activities such as reviewing the Standard Operating Procedure (SOP) system with a focus on financial-accounting operations; budgeting and budget supervision, plan and cash flow control; project feasibility considerations and governance reports.
- To proceed the standardization and synchronization of procedures, thereby further identifying material risks and digitalizing the system.
- To prioritize the establishment of a dedicated apparatus on Risk Management and Internal Control. The Company aims to set up a risk management framework by the end of 2020, including procedures for identification, assessment and control of risks across the system.
- To formulate a more comprehensive sustainable development strategy and prepare a sustainable development report based on the latest version of GRI Sustainability Reporting Standards released by the Global Sustainability Standards Board (GSSB).

The Board of Directors believes that An Gia, backed by a strategy in line with the Company's core values, past achievements, an Board of Management with assertive solutions, the united efforts and dedication of all employees, would certainly fulfill business goals and lay springboard for the next evolvement.

EVALUATION AND ORIENTATION OF THE BOARD OF DIRECTORS (CONTINUED)

1.4 | AUDIT SUB-COMMITTEE'S REPORT

The Audit Sub-Committee under the Board of Directors of An Gia Real Estate Investment and Development Corporation (An Gia) was established in September 2019, consisting of 3 members:

- Mr. ***Do Le Hung***
  Head of Sub-Committee, Independent Member of Board of Directors
- Mr. ***Vu Quang Thinh***
  Sub-Committee Member, Independent Member of Board of Directors
- Mr. ***Nguyen Trung Tin***
  Sub-Committee Member, Vice Chairman of Board of Directors

Since its inception, the Audit Sub-Committee has actively conducted many practical operations that assisted the Board of Directors in the oversight of matters related to An Gia's corporate governance.

In the last months of 2019, the Audit Sub-Committee held 03 meetings with the full attendance of all 03 members. Independent members of the Sub-Committee also summoned many symposiums with the heads and units under the Board of Management.

The Audit Sub-Committee would like to report on the supervision results as follows:

| Financial statements:

The Audit Sub-Committee scrutinized the 2019 Financial Statements and concurred with the judgments of the External Auditor, accordingly:

- The 2019 Financial statements were prepared and presented truthfully in conformity to VAS and applicable regulations, there were no material misstatements that may falsify the financial statements.
- There were neither material amendments nor significant issues recognized in respect of the accounting policies, business results and fluctuations of financial data.
- Transactions with related parties were disclosed and controlled; no abnormalities in related party transactions were found.
- There were no material misstatements related to accounting estimates.
- Before being listed on Ho Chi Minh Stock Exchange (HoSE), An Gia had hired an independent consultant to assess:
  - *The internal transactions among related parties*
  - *The risk of adopting tax policies*
  - *The internal control system related to the preparation of Financial Statements*

Recommendations of the independent consultant have been being realized and regularly reported to the Board of Directors and Audit Sub-Committee.

| Internal control and risk management systems

The Audit Sub-Committee oversees the internal control system and risk management system through reports, contacts and face-to-face interviews with the Internal Auditor, External Auditor and other functional units and departments of An Gia.

A prime characteristic of An Gia is the recent transformation from a family company into a public company which was listed on the Ho Chi Minh Stock Exchange in December 2019. It has a basic management and corporate governance platform subject to gradual improvements.

The Audit Sub-Committee acknowledges and appraises the great efforts and determination of the Company's Leadership in transforming the management and corporate governance model; step by step reaching the best corporate governance practices and making well-advised moves.

As regard to corporate governance, An Gia procured international expert's evaluation and consultancy to improve the corporate governance toward international practices. The Board of Management planned to implement the recommendations of independent consultants, assigned personnel to monitor and supervise the implementation and make regular reports to the Board of Directors and Audit Sub-Committee.

The Internal Audit apparatus was initially established on the basis of the procedure controls that were carried out in the last months of 2019, but it really took the shape of an apparatus only when the Chief Internal Auditor was appointed in early 2020 and priority was given to the foremost and fundamental activities such as reviewing the Standard Operating Procedure (SOP) system with a focus on financial-accounting operations; budgeting and budget supervision, plan and cash flow control; project feasibility considerations and governance reports. In parallel with the above prioritized activities, the Internal Audit apparatus will also conduct standardization and synchronization of procedures, thereby further identifying material risks and digitalizing the system. The Company has not yet established a dedicated apparatus on Risk Management and Internal Control, and this task is assigned to the Chief Internal Auditor. The Company targets to build a risk management framework in 2020 including procedures for identification, assessment and control of risks throughout the system.

While the Internal Audit is evolving, the internal control and risk management systems are subject to re-assessment and formative assessment. In 2020, the Audit Sub-Committee is going to make a more concrete supervision plan for the internal control and risk management systems.

| Internal audit:

Internal audit has just been formed in February 2020. This is an essential function of the corporate governance structure, as it assists the Audit Sub-Committee and Board of Directors in assessing the internal control and risk management systems objectively, independently and professionally.

As part of the corporate governance structure, Internal Auditors submits functional reports to the Board of Directors (Audit Sub-Committee), and administrative reports to the Chief Executive Officer. This regime ensures the independence, professionalism and sufficient resources for the Internal Audit to perform tasks, while facilitating the Internal Audit to provide the most effective support to the Board of Management and Chief Executive Officer, not only enhancing the compliance but also boosting the management efficiency, optimizing operational procedures and improving corporate risk management.

| Other matters:

The Audit Sub-Committee will prepare concrete plans in 2020 for supervision of external audit services, legal compliance and professional ethics compliance.

Head of Audit Sub-Committee
DO LE HUNG

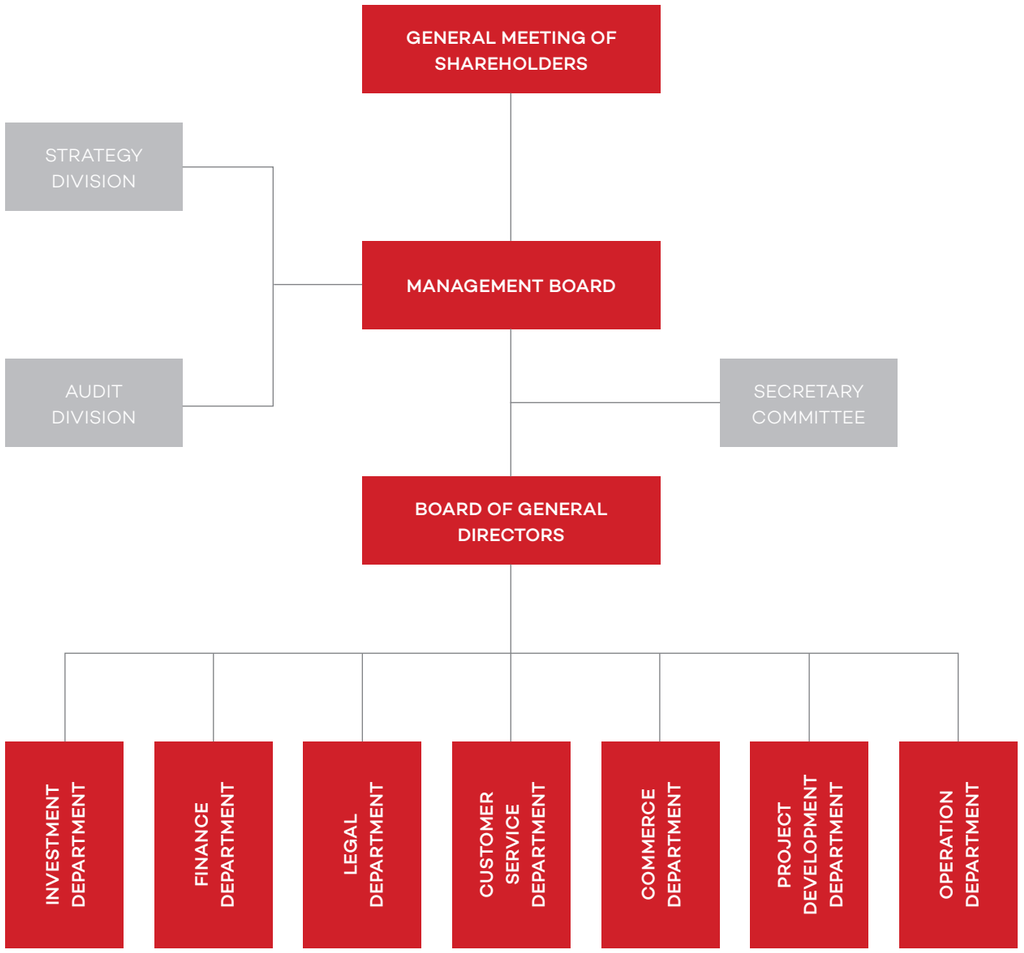
2. GOVERNANCE MODEL

An Gia's governance model consists of multiple layers in conformity to international practices, which is characterized by a rational stratification of operations among subordinate levels, inter-level, inter-member and inter-unit cohesion.

This governance model is determined on the principle of transparency, rationality, preservation of core values, assurance of strategic implementation and realization of business objectives from time to time.

During its operation, An Gia regularly reviews the model effectiveness and makes adjustments appropriate to the Company's business practices. This ensures optimal efficiency and solid foundation for the Company's long-term prosperity and sustainable benefits for shareholders, investors and related parties.

2.1 | ORGANIZATIONAL STRUCTURE



2.2 | MECHANISM

2.2.1 General meeting of shareholders

As the ultimate decision-making body of the Company, the General Meeting of Shareholders consists of all shareholders who are entitled to vote and is summoned at least once a year. The General Meeting of Shareholders decides such matters as prescribed by laws and the Company's Charter, for examples: passing the Company's annual financial statements and financial budget for the next year. The General Meeting of Shareholders also has the authority to elect, dismiss and remove any member of the Board of Directors.

2.2.2 Board of Directors

Board of Directors is the corporate governance body having full authority on behalf of the Company to decide and exercise the Company's rights and obligations not under the General Meeting of Shareholders' authority. The rights and obligations of the Board of Directors are stipulated by Laws, Company's Charter, Internal Regulation on Corporate Governance and Resolution of the General Meeting of Shareholders.

The Board of Directors for the 2019-2024 period includes 05 members, each member has office term of 05 years. The Chairman of Board of Directors is elected by the Board of Directors.

2.2.3 Sub-Committees under the Board of Directors

Pursuant to Point b Clause 1 Article 134 of the Law on Enterprises, the Company has no Supervisory Board and uses the Audit Sub-Committee instead. The Audit Sub-Committee is under an Independent Member of the Board of Directors. The Company's Board of Directors has 02 sub-committees including:

- **Audit Sub-Committee:** Assists the Board of Directors in supervising matters related to Financial Statements, Risk Management, Internal Control, Internal Audit, External Audit, Compliance and Fraud Prevention& Combat. The Head of Audit Sub-Committee is Mr. Do Le Hung - a Board of Directors's Independent Member.
- **Strategy Sub-Committee:** Functions to make strategic prediction, strategic planning and business development consultancy. The Head of Strategy Sub-Committee is Mr. Vu Quang Thinh - a Board of Directors's Independent Member..

2.2.4 Board of Management

The Chief Executive Officer is appointed by Board of Directors, accountable to the General Meeting of Shareholders and Board of Directors for the implementation of business plans and strategic missions outlined by Board of Directors, and making reports as per request.

The Company's Board of Management consists of 01 Chief Executive Officer and 01 Deputy Chief Executive Officer.

The incumbent Board of Management members are extensively experienced in management and administration of real estate, operation, business and finance.

GOVERNANCE MODEL (CONTINUED)

2.2 | MECHANISM (CONTINUED)

2.2.5 Departments and functional sections

A INVESTMENT AND CAPITAL MARKET DEPARTMENT

The Investment and Capital Market Department includes Investment Section and Investor Relations Section:

Investment Section:

- Prospecting for land funds, including specific tasks such as collecting information, studying and assessing the investment efficiency of real estate projects.
- Proposing prices, structure and concrete plans for acquisition of projects and shares
- Making available financial sources for transfer and development of properties.
- Communicating and consolidating the relationships with co-developers.

Investor Relations Section:

- Maintaining and strengthening the on-going relations between the Company and co-developers
- Mobilizing funds from the capital market to finance the Company's production and business activities.

B FINANCE DEPARTMENT

The Finance Department includes Finance and Accounting Section, responsible for:

- Accounting and controlling incomes and expenditures
- Preparing and auditing financial statements
- Managing and maximizing operating cash flow, performing financial accounting and management, valuation of assets, debts and financial risks ... for the Company.

C LEGAL DEPARTMENT

The Legal Department consists of 02 sections: Project Legislation and Business/Operation Legislation, responsible for:

- Ensuring the Company's operations to comply with legal provisions
- Advising and assisting the Company's sections and units in control and prevention of legal risks
- Protecting the lawful rights and interests of the Company, representing the Company to work with competent state authorities, customers and partners to resolve disputes and lawsuits
- Reviewing the legal status of expected investment projects
- Setting out and deploying milestones of legal progress throughout project progress.

D CUSTOMER SERVICE DEPARTMENT

The Customer Service Department consists of 05 sections: Call Center (Inbound), Customer Relations (Outbound), Contract Management, Debt Recovery, Technical Support, performing the following tasks:

- Managing customer service contracts
- Recovering debts
- Handing over houses and carrying out after-sales customer care
- Receiving/processing customers'/residents' requests
- Receiving and handling contingencies, performing warranty/repairing apartments and technical systems.

E COMMERCE DEPARTMENT

The Commerce Department consists of Marketing, Sales and Offices for Lease Sales Sections:

Marketing Section:

- Project marketing & communication
- Brand identity management & communication
- Market research
- Organizing sales-related events

Sales Section:

- Preparing and implementing business plans
- Managing listing agents

Offices for Lease Sales Section:

- Researching office products
- Implementing office for lease business plans (signing leases, renovating offices, subleasing ...)

F PROJECT DEVELOPMENT DEPARTMENT

The Project Development Department includes Design and Project Management Sections:

Design Section :

- Is responsible for the research, conceptualization and design of real estate products appropriate to the land location and orientation of the Company's Leadership.

Project Management Section:

- Consists of a design control team (in charge of planning and overall design) and a construction management team (in charge of construction management), working directly with contractors to ensure the construction quality and progress.

G OPERATION DEPARTMENT

The Operation Department includes Supply, Information Technology and Human Resources Sections.

Supply Section:

- Prospecting, evaluating and managing suppliers under the charge of procurement section
- Procuring goods (except for excluded items) & managing purchase contracts
- Participating in the evaluation and acceptance of product/service quality
- Supporting sales-related events (tea-break, flowers, gifts ...)

Information Technology Section (IT):

- Preparing and deploying IT development strategies
- Setting up and administering the IT system
- Providing information technology support and training

Human Resources Section:

Including 05 sub-sections: Recruitment, Training, C&B, Administration, Internal Communication:

- **Recruitment:** Seeking and selecting talents that meet the Company's needs and boosting the workforce so as to fulfill the Company's goals.
- **Human Resources Training and Development:** Implementing short/long-term programs/courses to improve employees' capacity, professional qualifications and mindset, helping them to improve productivity and develop better in the future.
- **C&B:** Taking charge of salary, bonus, welfare; emulation, commendation and discipline; establishing rules and regulations ...
- **Administration:** In charge of office affairs, Company's assets and equipment management and protection; ensuring security and order, labor safety and fire safety in the Company.
- **Internal communication:** Ensuring effective communication, building corporate culture and developing the relationships and solidarity among all employees.

3. REPORT OF MANAGEMENT

3.1 | TRANSACTIONS, REMUNERATION AND BENEFITS OF THE BOARD OF DIRECTORS, BOARD OF MANAGEMENT, AND SUB-COMMITTEES

| Stock transactions of internal shareholders

NO	INTERNAL PERSON	BEGINNING OWNERSHIP		ENDING OWNERSHIP		DESCRIPTION
		Stocks	Percentage	Stocks	Percentage	
1	Nguyen Ba Sang	**27,142,816**	36.19%	**358,800**	0.48%	Transferred to partners, employees and other persons
2	Nguyen Trung Tin	**5,412,212**	7.22%	**299,000**	0.40%	Transferred to partners and other persons
3	Masakazu Yamaguchi	**299.,017**	0.40%	**299,017**	0.40%	
4	Nguyen Thanh Chau		0.00%	**10**	0.00%	Took over
5	Le Thanh Cong	**100**	0.00%	**10**	0.00%	Transferred to other persons
6	Ho Thi Nguyet Anh	**1,097,392**	1.46%	**74,750**	0.00%	Transferred to partners and other persons
7	Nguyen Huong Giang	**2,631,356**	3.51%	**74,750**	0.00%	Transferred to partners and other persons
8	Nguyen Quynh Giang	**5,113,212**	6.82%	**0**	0,00%	Transferred to partners and other persons

| Remuneration and benefits of Board of Directors, Board of Management and Heads of Sub-Committees

NO	FULL NAME	POSITION	SALARY PROPOR-TION	BONUS PROPOR-TION	REMUNERA-TION (VND)	TENURE IN 2019
		BOARD OF DIRECTORS				
1	Mr. Nguyen Ba Sang	Chairman of Board of Directors				Sep 09, 2019 – Dec 31, 2019
2	Mr. Nguyen Trung Tin	Vice Chairman of Board of Directors				Sep 09, 2019 – Dec 31, 2019
3	Mr. Masakazu Yamaguchi	Member of Board of Directors				Sep 09, 2019 – Dec 31, 2019
4	Mr. Vu Quang Thinh	Independent Member of Board of Directors in charge of Strategy Sub-Committee	**100%**		222,222,224	Sep 09, 2019 – Dec 31, 2019
5	Mr. Do Le Hung	Independent Member of Board of Directors in charge of Audit Sub-Committee	**100%**		222,222,224	Sep 09, 2019 – Dec 31, 2019
		BOARD OF MANAGEMENT				
1.	Mr. Nguyen Ba Sang	Chief Executive Officer	**79%**	**21%**	3,316,861,903	Jan 01, 2019 – Dec 31, 2019
2.	Nguyen Trung Tin	Deputy Chief Executive Officer	**73%**	**27%**	3,072,810,903	Jan 01, 2019 – Dec 31, 2019
3.	Mr. Nguyen Thanh Chau	Chief Accountant	**87%**	**13%**	247,061,955	Sep 26, 2019 – Dec 31, 2019

3.2 | ACTIVITIES OF THE BOARD OF DIRECTORS

In 2019, the Board of Directors conducted meetings, passed important guidelines and policies on strategic orientations for the development and business activities of An Gia, thereby issued the Resolutions and Decisions as follows:

NO	DECISION NO.	DATE	CONTENT
1	**01/2019/QĐ-AGI-PL**	04/01/2019	Approved the purchase of 49,990 ordinary shares of Hoang An Consultant Joint Stock Company
2	**04A/2019/QĐ-AGI-PL**	25/03/2019	Approved the take-over and transfer of shares at AGI & GLC Consultant Joint Stock Company, AGI & DDC Consultant Joint Stock Company, and AGI & HVC Consultant Joint Stock Company
3	**05C/2019/QĐ-AGI-PL**	10/04/2019	Approved the transfer of condominiums owned by the Company at Skyline
4	**05A/2019/QĐ-AGI-PL**	12/04/2019	Approved the purchase of 21,828,000 redeemable preference shares at Hoang An Consultant Joint Stock Company
5	**05B/2019/QĐ-AGI-PL**	05/05/2019	Approved the capital contribution for incorporation of a new project company Approved the purchase of 25,850 ordinary shares at Gia An Consultant Joint Stock Company, and transfer of some shares to Riland Investment Joint Stock Company. Approved the purchase of 7,972,000 redeemable preference shares at Hoang An Consultant Joint Stock Company
6	**06A/2019/QĐ-AGI-PL**	27/05/2019	Approved the transfer of 29,960 ordinary shares owned by the Company at Hoang An Consultant Joint Stock Company to Creed Investment VN-1 Ltd Approved the transfer of 79,980 shares and 16,420,000 redeemable preference shares at Hoang An Consultant Joint Stock Company to Newtecons Investment Construction Joint Stock Company Approved the take-over of VND 675,150,000 as capital paid in Gia Khanh Management And Development Corporation and transformation of Gia Khanh Management And Development Corporation into a joint stock company
7	**07/2019/QĐ-AGI-PL**	28/05/2019	Approved Mr. Nguyen Trung Tin's right to use bank cards or other legal methods of payment bearing Mr. Nguyen Trung Tin's personal name to pay for goods and services to the seller / service provider according to the needs of the Company
8	**08/2019/QĐ-AGI-PL**	27/06/2019	Approved the Company's guarantee of payment obligations for Phuoc Loc Investment Construction Tourism Corporation under a facility agreement of VND 400 billion between Phuoc Loc and the Lender
9	**09/2019/QĐ-AGI-PL**	01/07/2019	Approved the take-over of 22,505 ordinary shares and 6,909,980 preference shares at Gia Khanh Management And Development Corporation
10	**10/2019/QĐ-AGI-PL**	02/07/2019	Approving the Company's revocation of 209,300 ESOP from resigned employees and reallocation of all recovered shares to Mr. Nguyen Ba Sang
11	**10A/2019/QĐ-AGI-PL**	23/07/2019	Approved the convertible loan agreement (VND 104 billion) between the Company and Gia Khanh Management And Development Corporation
12	**11A/2019/QĐ-AGI-PL**	20/08/2019	Approved the company to withdraw 44,850 shares of ESOP issued to employees and reallocate all the shares to Mr. Nguyen Ba Sang

REPORT OF MANAGEMENT (CONTINUED)

3.2 | ACTIVITIES OF THE BOARD OF DIRECTORS (CONTINUED)

STT	SỐ QUYẾT ĐỊNH	NGÀY	NỘI DUNG
13	**13/2019/QĐ-AGI-PL**	28/08/2019	Approved that the Company will mortgage all 7,000,000 shares in Gia Khanh's charter capital to ensure that Gia Khanh's ability to repay debts to investors
14	**13A/2019/QĐ-AGI-PL**	01/09/2019	Appointed the Chief Accountant
15	**15/2019/QĐ-AGI-PL**	09/09/2019	Approved the election of the Chairman and Vice Chairman of Board of Directors for the term 2019 – 2024 Established sub-committees under Board of Directors: Strategy and Audit Sub-Committees Established the Secretary Committee
16	**16/2019/QĐ-AGI-PL**	09/09/2019	Appointed the Secretary
17	**17/2019/QĐ-AGI-PL**	09/09/2019	Appointed the person in charge of corporate governance
18	**17A/2019/QĐ-AGI-PL**	12/09/2019	Dissolved Dinh Truong Real Estate Investment Company Limited and taking over shares of AGI & HSR Consultant Joint Stock Company
19	**17B/2019/QĐ-AGI-PL**	16/09/2019	Took over shares of Viet Address Office Housing Development Joint Stock Company
20	**17C/2019/QĐ-AGI-PL**	10/09/2019	Approved the remuneration of each Member of Board of Directors
21	**18/2019/QĐ-AGI-PL**	25/09/2019	Approved the increase of Company's charter capital
22	**19/2019/QĐ-AGI-PL**	03/10/2019	Approved the receipt of the whole shares in Le Gia Real Estate Joint Stock Company and Thien Binh Minh Company Limited
23	**20/2019/QĐ-AGI-PL**	14/10/2019	Withdrawn ESOP granted to resigned employees and re-allocating to other employees pursuant to ESOP Policy
24	**21/2019/QĐ-AGI-PL**	25/10/2019	Approved the receipt of the whole paid-in capital at Nam Hoan Cau - Binh Thuan Trading Real Estate Company Limited and transfer of shares at Kien Van Consultant Joint Stock Company.
25	**22/2019/QĐ-AGI-PL**	28/10/2019	Approved the loan to Gia Khanh Company (subject to conversion into shares)
26	**22A/2019/QĐ-AGI-PL**	01/11/2019	Took over shares and contributing capital to An Tuong Investment Trading And Development Joint Stock Company
27	**22B/2019/QĐ-AGI-PL**	07/11/2019	Took over the whole paid-in capital at Y Ngoc J.S.C
28	**22C/2019/QĐ-AGI-PL**	14/11/2019	Approved the policy to revoke ESOP from resigned employees and turn into treasury stocks
29	**23/2019/QĐ-AGI-PL**	15/11/2019	Approved the listing documents
30	**29/2019/QĐ-AGI-PL**	05/12/2019	Approved the stock reference price on the first trading session
31	**30/2019/QĐ-AGI-PL**	23/12/2019	Approved the loan from Joint Stock Commercial Bank for Foreign Trade of Vietnam
32	**31/2019/QĐ-AGI-PL**	30/12/2019	Approved the policy to take over the whole capital paid in Tien Thanh Resort And Tourist Company Limited
33	**32/2019/QĐ-AGI-PL**	30/12/2019	Disclosed AGI & HSR Consultant Joint Stock Company to become a subsidiary of the Company

4. RISK MANAGEMENT

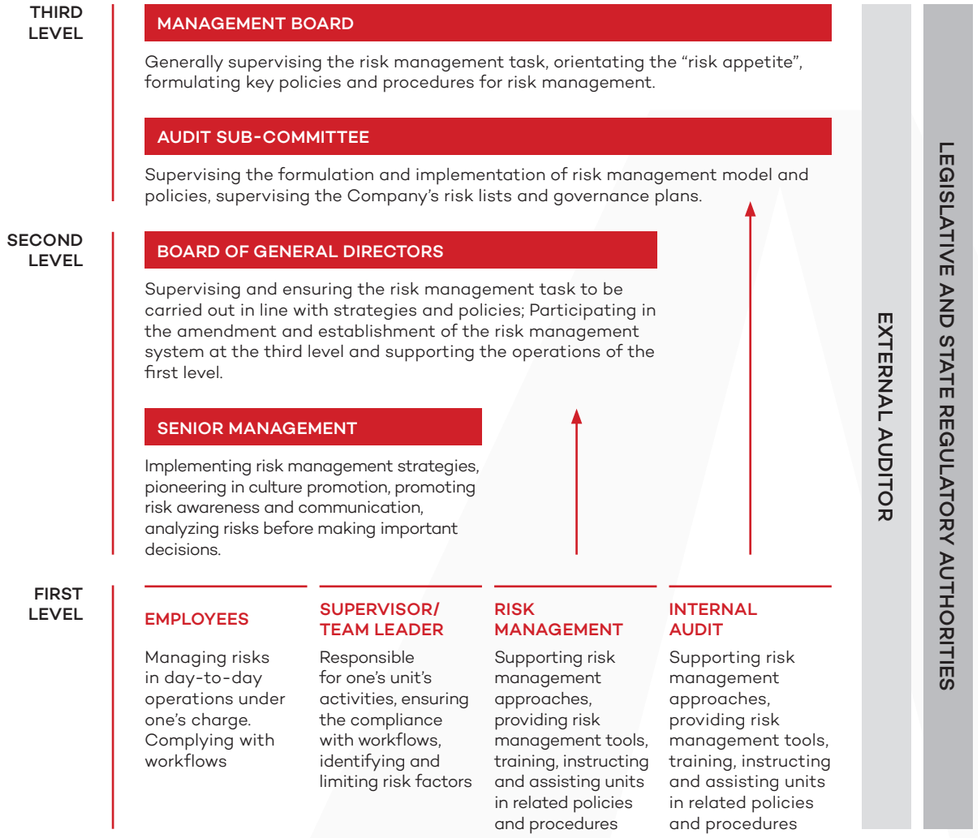
An Gia pursues "Prudent governance" as one of its pivotal strategic orientations, which loudly presents the Board of Management's viewpoint that business development, revenue and profit growth must go hand in hand with sustainable growth.

However, every opportunity contains risks and risks entail opportunities. Therefore, the risk management system of An Gia aims to not only predict and reduce the effects of unwanted events, take actions, but also identify opportunities for the Leadership to make prompt and judicious decisions. Risk management is where the core value "power of thinking - Problems always have solutions" works the best for An Gia to "look high, think big and go far".

An Gia applies the risk management model and procedure that are commonly adopted in many parts of the world.

4.1 | RISK MANAGEMENT MODEL

An Gia's risk management model consists of 3 levels with a high inclusiveness and objectivity. It assists the Board of Directors and the Board of Management in risk management activities.

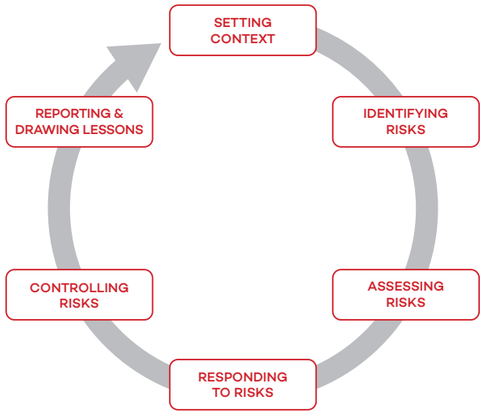


An Gia's 3-level risk management model

RISK MANAGEMENT (CONTINUED)

4.2 | RISK MANAGEMENT PROCEDURE

An Gia's risk management procedure has 06 steps, based on common practices and logical systematic method to identify, analyze, assess and sort through tasks of treatment, supervision and reporting for the Leadership to consider and make prompt decisions on risks or make adjustment as practicable.



| Setting the context:

Outlining the business environment that impacts on the implementation of the Company's business objectives and strategies, thereby defining the limits and extent of risk management (subjects and non-subjects of management).

| Identifying risks:

Detecting events that may affect the implementation of the Company's strategic objectives, business activities, project development ...; sorting risks including risks at corporate level and department level.

| Assessing risks:

Judging the likelihood and impacts of risks, considering risk control measures. Ranking risks to determine the priority and tolerance of each type of risk.

| Responding to risks:

Identifying measures, establishing specific action and supervision plans so as to minimize risks to an acceptable degree. Respective risk response options include: accepting, avoiding, reducing the likelihood of risks and/or mitigating impacts, transferring apart or all of risks ... In some circumstances, various options can be combined to achieve the highest result.

| Controlling risk:

Implementing procedures and measures to control and respond to risks:

- Preventive control: measures to prevent undesirable errors, failures or actions.
- Detection control: supervising the activities/procedures to identify potential shortcomings, errors or failures, thereby taking appropriate responses.
- Remedial control: measures to restore the original state or mitigate the consequences and damages of errors, failures or actions.

| Reporting and drawing lessons:

reporting on risk management activities conducted and changes that may affect the corporate risk management system.

- Evaluating the effectiveness of controls (whether they are done properly)
- Evaluating the effectiveness of the risk management framework
- Risks remaining after response measures
- Lessons drawn.

4.3 | SORTING OUT RISKS

An Gia's business outcomes and growth outlook are exposed to any of the risks mentioned in the following categories. The risk list can be reviewed, evaluated and revised from time to time.

4.3.1 Economic risk

- **Economic growth:** This is a macro factor of paramount importance that affects the growth rate of most industries and economic sectors including real estate.
- **Inflation:** For any enterprise operating in the economy in general and in the real estate industry in particular, hiking inflation may push up input costs, especially the cost of raw materials, construction, labor and interest expense, adversely affecting enterprise's operation, business outcomes and development potential.
- **Interest rate:** Interest rate plays an essential role in the development of real estate industry. Interest rate fluctuations will affect the capital expenditure of enterprises and property purchasing power of consumers.

The Company constantly pursues the management of interest rate fluctuations by seeking low-cost sources of fund, such as foreign capital flows, cooperating with not only commercial credit institutions but also developed banking institutions, at the same time expanding the range of credit products in order to minimize capital expenditure. In addition, depending on the market interest rates, the Company takes measures to utilize personal credit products so as to promote and encourage early payment, thereby reducing working capital and decreasing the capital expenditure.

4.3.2 Legal risk

An Gia's real estate business is in strict compliance with Vietnamese legal provisions, policies and regulations such as: Law on Enterprises, Law on Securities, Commercial Law, Construction Law, Law on Investment, Land Law, Housing Law and Law on Real Estate Business.

Therefore, changes and amendments in the legal system, policies and guiding documents in adaptation to the economic development may affect the Company's business plans and activities.

Mindful that legal risk is a material risk of high level, the Company established a Legal Department specializing in: Corporate legislation, Investment legislation and Project legislation. This Department regularly observes and updates the State policies and laws related to real estate, so as to recommend optimal solutions to the Leadership, while complying with laws without missing the investment opportunities.

4.3.3 Industry typical risks

As a real estate enterprise, An Gia is exposed to a number of industry typical risks as follows:

| Capability to mobilize funds for real estate projects

The Company maintains the above-mentioned capital mobilization methods in a flexible manner that utmost suits specific business conditions from time to time, so as to ensure the prompt and consecutive development of projects with optimal capital expenditure.

| Risks related to project progress

Real estate business typically relies on the capability to keep projects on schedule as planned and committed.

Most projects of the Company are offered to customers as lawful off-the-plan houses. In case the Company fails to complete a project and deliver houses to customer on time as per the contract, it may have to indemnify the customers and damage sometimes exceeds the amount deposited by the customers. Such failure will cause losses and harm the

RISK MANAGEMENT (CONTINUED)

4.3 | SORTING OUT RISKS (CONTINUED)

Company's business activities, financial position, development prospect as well as reputation.

Being aware of how material this risk is, the Company always supervises and monitors the progress of projects. Progress reports are submitted regularly and irregularly to the Board of Management and Board of Directors for timely actions. Moreover, the coordination of functional units such as Legal, Project Development and Finance is paid keen attention by the Leadership, so that projects are kept on schedule as committed.

| Competition risk

Vietnamese property developers have recently got themselves off the ground as the real estate market has bounced back. New projects of various segments are quickly launched across the country to meet diverse needs of customers, hence an ever fiercer competition in the industry.

The Company has been heading towards well-liked segments in the market, affordable and mid-end apartment projects of medium scale and diverse areas. In addition, it sets up a team specializing in market research and evaluation, which aids the Company in building appropriate development strategies to keep up with customers' needs and offer the best products.

| Risks related to real estate market supply and demand

Movements of the real estate market naturally have a positive correlation with the economic cycle, therefore economic recession may give rise to a supply-demand imbalance in some housing segments.

The Company's Leadership makes regular assessment of the real estate market in order to appropriately amend the business plans as well as investment strategies.

| Risk due to curbs on sources of credit for real estate industry

Attributed to the State policies, this risk mainly affects the real estate developers' access to funds through banking system and the housing demand of investors and households.

With an early insight about this risk, An Gia prepared massification and listing strategies as part of its pursue for diversification of capital sources and lighter dependence on bank facility. Particularly:

- Capital increase upon issuance of shares to existing shareholders;
- Private placement to strategic partners;
- Issuance of debt instruments such as bonds, convertible bonds including listed bonds;
- On-going cooperation with strategic partners in project development, availing funds from these partners to limit bank loan leverage. In every project, An Gia always maintains a quite cautious leverage ratio of 50-60% against total investment, chiefly for construction activities;
- To cope with the said risk, An Gia also lays its strategic clout in the mid-end and affordable segments. These segments target ultimate buyers who have the real needs for homes, ensuring a certain absorption rate against a gloomy market.

In the past year, besides identifying and controlling external risks, the Company worked with an international consultant to review and identify latent risks in its organization and operations. This laid the base for promulgation of internal regulation on corporate governance, code of conduct to prevent and control interest conflicts. The Company's Internal Audit was set up to carry out more intensive assessments in 2020 in expectation to support the Board of Directors in identifying latent risks in organization and operations and to propose effective and appropriate actions.

PART IV

REPORT OF THE EXECUTIVE COMMITTEE ON BUSINESS PERFORMANCE IN 2019 & OPERATING PLAN FOR 2020

BREAKTHROUGH OF YOUTH

1. BUSINESS PERFORMANCE IN 2019

1.1 | 2019 HIGHLIGHTS

Launch of

THE SÓNG

5 star + sea holiday apartment project in Vung Tau

- *Best Condo Architectural Design under Vietnam Property Award 2019*
- *Best Condo Interior Design under Vietnam Property Award 2019*
- *Absorption rate of 90%*

Launch of

SIGNIAL

Smart Living

Introduction of the new Point Of Sales Material

ANGIA

Total assets:

5,399

VND BILLION

Up **136%** year over year

Charter capital:

750

VND BILLION

Up **67%** year over year

Owner's equity in 2019:

1,453.5

VND BILLION

Up **73%** year over year

Holding company's earnings after tax:

326 **VND BILLION**

Up **12%** year over year

Return on equity (ROE) of

31%

Return on assets (ROA) of

8%

BUSINESS PERFORMANCE IN 2019 (CONTINUED)

1.2 | BUSINESS RESULTS IN 2019

It is statistically pointed out by Ho Chi Minh City Real Estate Association (HoREA) that only 4 commercial housing projects in the city had their developers recognized in 2019, down 24 projects year over year; 16 commercial housing projects were approved for investment, down 64 projects; particularly, only 7 projects were approved for new investment. 47 projects were confirmed as eligible for capital mobilization, down 30 projects. HoREA anticipates a lingering hardship to most real estate enterprises on the backdrop of contracting market size and supply plunge.

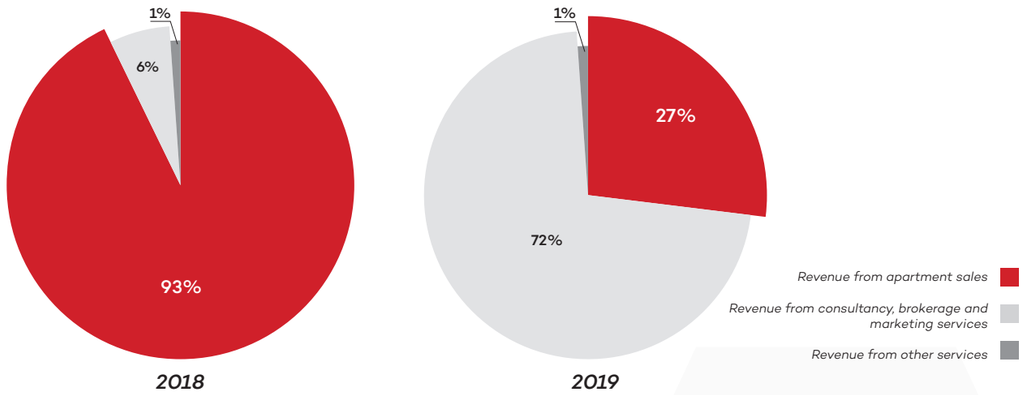
Against such a challenging environment and scarcity of supply, An Gia made a great deal of effort to excel in the committed business targets: net revenue of VND 385 billion and holding company's earnings after tax of VND 326 billion. This achievement is attributed to the relentless pursuit for prudent governance, transparency in all activities, focus on key accounts and segments, and constant improvement of project development competency.

UNIT: VND BILLION

INDICATOR	2018	2019	UP/DOWN
Total assets	2,291	5,399	136%
Net revenue	1,125	385	-66%
Profit from operating activities	314	374	19%
Earnings before tax	702	367	-48%
Earnings after tax	566	333	-41%
Holding company's earnings after tax	293	326	12%

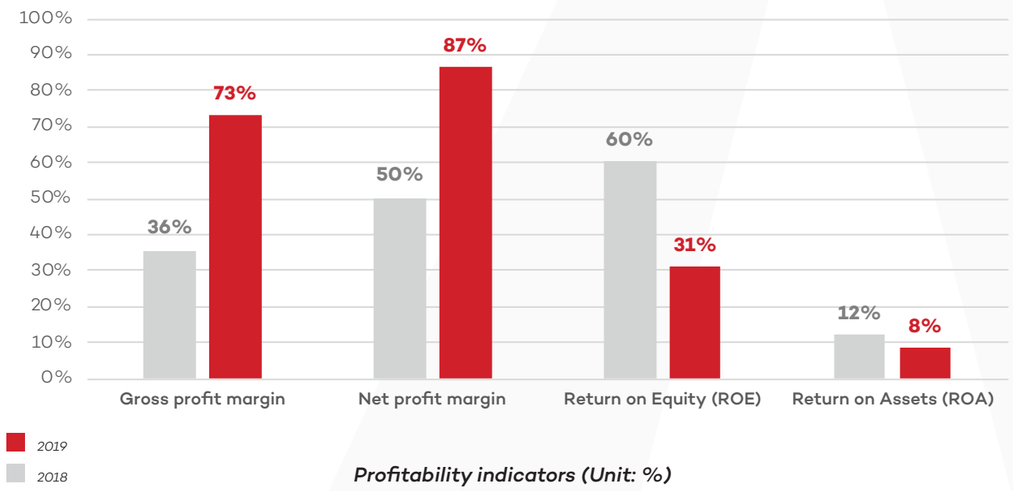
Though transcending the plan, the Company did not record revenue from apartment handover in 2019 and the net revenue decreased by 66% year over year. However, this was made up by the successful launch of Signial (District 7, Ho Chi Minh City) and The Sóng (Vung Tau) at high absorption rates, which helped An Gia boost the consulting, brokerage and marketing revenue by VND 211 billion to reach VND 276 billion, 4.3 times higher than that of the same period last year.

The proceeds from two projects helped secure An Gia's financial adequacy at the time being and bolstered the Company's confidence in property development revenue growth in the coming time.



Consolidated revenue structure

Because there was no revenue from apartment sales in 2019, the revenue from consultancy, brokerage and marketing services upon launch of new projects accounted for up to 72% of total revenue in 2019.



Profitability indicators (Unit: %)

BUSINESS PERFORMANCE IN 2019 (CONTINUED)

1.2 | BUSINESS RESULTS IN 2019 (CONTINUED)

By the end of 2019, the holding company's earnings after tax reached VND 326 billion, up 12% and transcending the plan. Profitability indicators have greatly improved from that in 2018. The rise of net profit margin from 50% in 2018 to 87% in 2019 was mainly attributed to the boost of total investments in affiliates (River Panorama and Sky 89 projects) by VND 159 billion upon revaluation as prescribed. Return on equity (ROE) and return on assets (ROA) stayed higher than peer companies, reaching 31% and 8% respectively.

1.3 | ACTIVITIES IN 2019

In term of project development:

The Company embarked on 2 new projects in 2019: Signial (District 7, Ho Chi Minh City) and The Sóng (Vung Tau). Projects commenced in 2017 and 2018 such as River Panorama 1 & 2 and Sky89 are kept on schedule and expected to generate revenue and cash inflows in the coming years.

- **Signial** is a smart stay property with 5-star hotel standard facilities, which best meets all the needs for work, study, relaxation and recreation of residents: rooftop swimming pool, gym and yoga, movie room, karaoke room, virtual reality gaming room, spacious airy lobby with lounge and reception areas .... Addressed at 89 Hoang Quoc Viet, Phu Thuan Ward, District 7, Ho Chi Minh City, it has 33 floors and 1,150 units, expected to be completed in 2021.

- **The Sóng** - a 5-star+ sea holiday apartment project – is endowed with a diamond location in Vung Tau City: Thi Sach street frontage, proximity to the 5-star Pullman Hotel and fingertip distance from Bai Sau. It lies at the center of 5-star resort curve, next to a would-be nightlife entertainment hub. An Gia expects to complete the project with more than 1,671 units by the first quarter of 2022.

  Inspired by undulating sea waves, The Sóng's design won two most noble titles under Vietnam Property Awards 2019: Best Condo Architectural Design and Best Condo Interior Design. The Sóng is destined to become a new architectural icon of Vung Tau.

- Notably, An Gia was approved for investment in a 3.1 ha project in Binh Chanh with nearly 2,000 units and instant commencement in the first quarter of 2020. This is a laudable achievement that affirms the soundness of focused pursuit for clean land funds and the search for investment opportunities around city center and neighborhood. This will be the foundation for a sustainable development in the future.

Signial - Dist.7

The Sóng - Vung Tau

Westgate - Binh Chanh

1.3 | ACTIVITIES IN 2019 (CONTINUED)

For brand formation and development

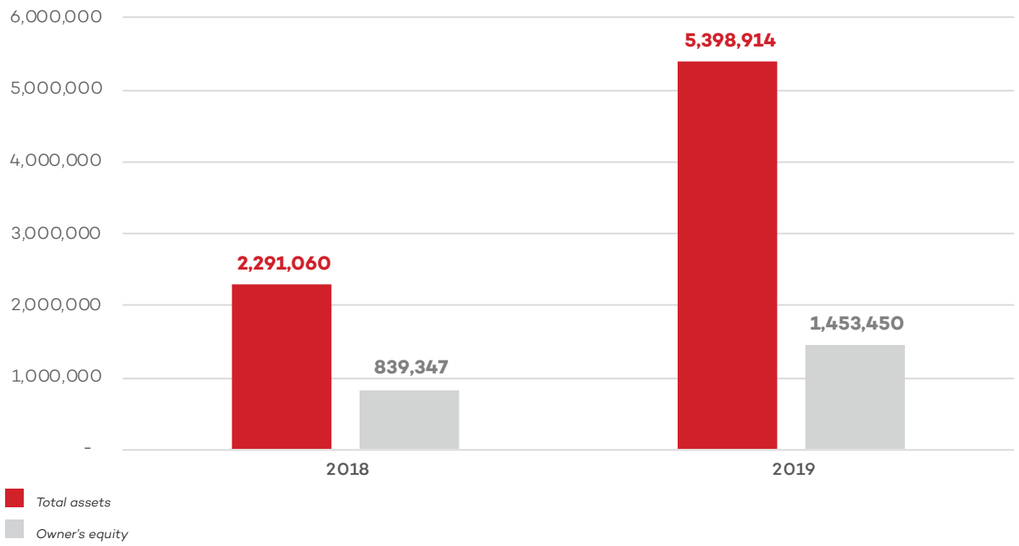
In addition to product promotion campaigns, the Company redesigns the "Post Of Sales Material" to better fit its culture, and highlighted the "NDA - brand personality" of An Gia for a new period as: young, dynamic, energetic.

The logo is a stylized letter A, symbolizing "home" and "peaceful place". It matches An Gia's main line of business: residential real estate. The red color represents prosperity and luck. It also implies enthusiasm and youthful energy. The Company has completed necessary procedures to register its trademarks and logo at the National Office of Intellectual Property of Vietnam.

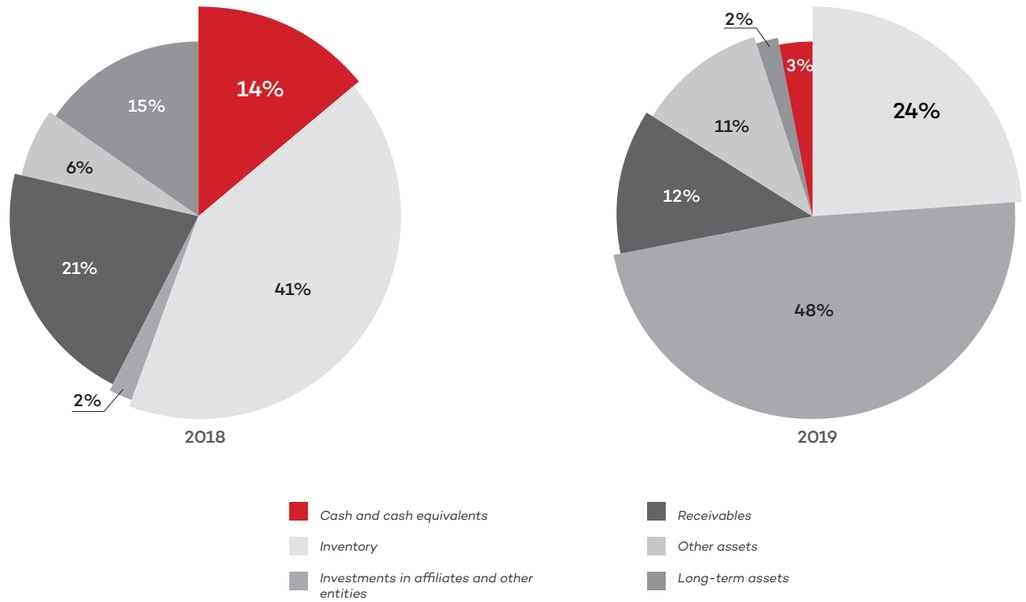
An Gia has made its name well-known to every corner by a wide media coverage: displays at office buildings and apartment quarters in central districts, bus adverts, social networks, PR and digital channels, large billboards surrounding Saigon Bridge, sign boards on Truong Son Road - Tan Son Nhat Airport ... , which give loud publicity.

BUSINESS PERFORMANCE IN 2019 (CONTINUED)

1.4 | ASSETS AND CAPITAL SOURCES



Total assets and owner's equity



An Gia's asset structure

Total assets

ITEM	2018	2019	COMPARISON BETWEEN 2018 & 2019	
			Up/down	%
A. SHORT-TERM ASSETS	**1,810**	**4,685**	**2,875**	**159%**
Cash and cash equivalents	331	138	(193)	-58%
Receivables	948	1,308	360	38%
Inventory	53	2,611	2,558	4.826%
Other assets	478	628	150	31%
B. LONG-TERM ASSETS	**481**	**714**	**233**	**48%**
Investments in affiliates and other entities	129	584	455	353%
Long-term assets	352	130	(222)	-63%
TOTAL ASSETS	**2,291**	**5,399**	**3,108**	**136%**

As of December 31, 2019, An Gia's total assets reached VND 5,399 billion, up VND 3,108 billion from the previous year. Short-term assets reached VND 4,685 billion, receivables and inventories accounting for more than 87%. A high proportion of inventory and receivables demonstrated the Company's long-term sustainable development strategy:

- Inventory increase of VND 2,558 billion was due to the merger between AGI & HSR into on-going projects including River Panorama, Sky89 and Signial (District 7, Ho Chi Minh City), both of which are being on schedule. These projects are located in the 6.6-ha-wide residential cluster of Phu Thuan Ward, District 7, Ho Chi Minh City, laid on the billion-dollar streets of Hoang Quoc Viet and Dao Tri, and facing Saigon River.

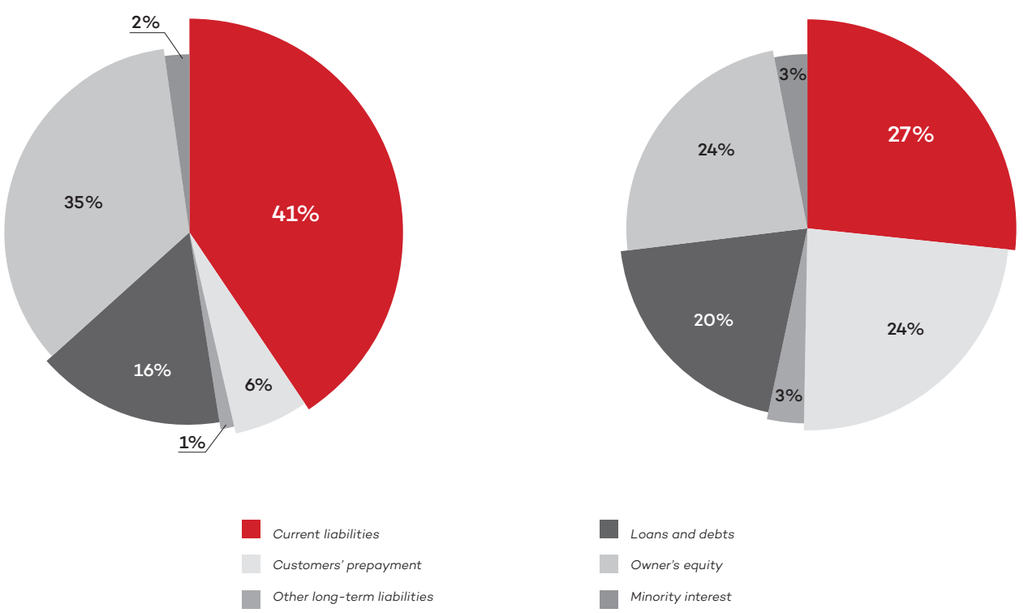
- Investments in affiliates and other entities increased by VND 455 billion. These are investments in shares and preference shares of affiliates for the purpose of land fund expansion and property development. This is the course of power for revenue and profit in the coming years.

BUSINESS PERFORMANCE IN 2019 (CONTINUED)

1.4 | ASSETS AND CAPITAL SOURCES (CONTINUED)

| *Capital sources*

ITEM	2018	2019	COMPARISON BETWEEN 2018 & 2019	
			Up/down	%
A. LIABILITIES	**1,452**	**3,946**	**2,494**	**172%**
Current liabilities	932	1,456	524	56%
Customers' prepayment	134	1,272	1,138	849%
Other long-term liabilities	23	148	125	543%
Loans and debts	363	1,070	707	195%
B. OWNER'S EQUITY	**839**	**1,453**	**614**	**73%**
Owner's equity	799	1,294	495	62%
Minority interest	40	159	119	298%
TOTAL CAPITAL SOURCES	**2,291**	**5,399**	**3,108**	**136%**



An Gia's capital sources structure

The Company's total liabilities as of December 31, 2019 was VND 3,946 billion (accounting for 73% of capital sources), up VND 2,494 billion mainly due to the merger between AGI & HSR. Particularly:

- Current liabilities increase by VND 524 billion was mainly attributed to operating activities.
- Customers' prepayment increase by VND 1,138 billion was attributed to the customer's installment on buying apartments off the plan. This amount will decrease when the Company hands over apartments and recognizes revenue, as such, the Company is not bound to pay off in the short term.
- The increase of loans and debts by VND 707 billion was mainly attributed to bank and partners' facility for project development.

The Company's owner's equity as at the end of 2019 totaled VND 1,294 billion, up VND 495 billion from the year's beginning. The boost was a result of stock issuance in order to raise capital from VND 450 billion to 750 billion, and operating income reaching VND 326 billion in 2019. The undistributed after-tax profit at the year-end was VND 363 billion while the charter capital was VND 750 billion. The Company securely maintained financial indicators and solvency ratio ... so as to sustain the business and fulfill commitments towards shareholders and investors.

1.5 | MAJOR INVESTMENT ITEMS

NO	DETAIL	M&A COST (VND)	RATIONALE OF INVESTMENT
	PROJECT NAME: THE SÓNG		
1	**Location:** Ba Ria - Vung Tau **Land area:** 8,816 m^2 **Net Lettable Area:** 96,216 m^2 1,671 units	**725 billion**	• Completed legal procedure, available "Land use right certificate". • Prime location, facing 5-star hotel, 100 m from the sea, sea-view. • Completed basement.
	PROJECT NAME: WESTGATE		
2	**Location:** Binh Chanh, HCM City **Land area:** 31,005 m^2 **Net Lettable Area:** 146,820 m^2 Nearly 2,000 units	**720 billion**	• Completed legal procedure, available "Land use right certificate". • Prime location in the administrative center of Binh Chanh District, 5 facades, full utilities. • Allowing immediate commencement.
	PROJECT NAME: THE STANDARD		
3	**Location:** Binh Duong **Land area:** 69,353 m^2 **Net Lettable Area:** 82,778 m^2 375 low-rise units (row houses, shop houses)	**600 billion**	• Completed legal procedure, available "Land use right certificate". • Good location, complete infrastructure, quick sales in 06-09 months. • Compound design enhancing security level and providing complete internal utilities, impressing highly-cultured and better-off residents.

BUSINESS PERFORMANCE IN 2019 (CONTINUED)

1.6 | MAJOR FINANCIAL INDICATORS IN 2019

INDICATOR	2018	2019
1. Solvency indicators		
Current ratio (time)	1.37	1.57
Quick ratio (time)	1.33	0.69
2. Capital structure indicators		
Liabilities / Equity	182%	305%
Liabilities / Total assets	63%	73%
3. Operating capacity indicators		
Inventory turnover	1.99	0,08
Net revenue / Total assets	47%	10%
4. Profitability indicators		
Gross profit margin	36%	73%
Net profit margin	50%	87%
Return on Equity - ROE	60%	31%
Return on Assets - ROA	12%	8%
EPS	10,108	4,602

1.7 | SHAREHOLDER STRUCTURE

1.7.1 Shareholder structure on type of shareholder basis

NO	TYPE OF SHAREHOLDER	NO. OF STOCKS	HOLDING RATE (%)	NO. OF SHARE-HOLD-ERS	SHAREHOLDER STRUCTURE(*)	
					Institution	Individual
1	2	3	4	5	6	7
1	**State shareholder**	-	0.00%	-	-	-
2	**Founding shareholders (*)**	**433,550**	0.58%	**2**	**-**	**2**
	Domestic	433,550	0.58%	2	-	2
	Foreign	-	0.00%	-	-	-
3	**Major shareholders** *(holding 5% or more of share capital) (*)*	**36,082,999**	48.11%	**2**	**2**	**-**
	Domestic	27,000,000	36.00%	1	1	-
	Foreign	9,082,999	12.11%	1	1	-
4	**Company's trade Union**	-	0.00%	-	-	-
	Domestic	-	0.00%	-	-	-
	Foreign	-	0.00%	-	-	-
5	**Treasury stocks**	-	0.00%	-	-	-
6	**Preference shareholders** *(if any)*	-	0.00%	-	-	-
7	**Other shareholders**	**38,483,451**	**51.31%**	**315**	**5**	**310**
	Domestic	26,268,501	35.02%	309	-	309
	Foreign	12,214,950	16.29%	6	5	1
TOTAL		**75,000,000**	**100.00%**	**319**	**7**	**312**
Including:						
	Domestic	53,702,051	71.60%	312	1	311
	Foreign	21,297,949	28.40%	7	6	1

BUSINESS PERFORMANCE IN 2019 (CONTINUED)

1.7 | SHAREHOLDER STRUCTURE (CONTINUED)

1.7.2 Shareholder structure by major shareholders and professional security investors

NO	TYPE OF SHAREHOLDER	NO. OF STOCKS	HOLDING RATE (%)	NO. OF SHARE-HOLD-ERS	SHAREHOLDER STRUCTURE(*)	
					Institution	Individual
1	2	3	4	5	6	7
1	**Major shareholders holding 5% or more of charter capital other than professional security investors**	**36,082,999**	**48.11%**	**2**	**2**	**-**
	Domestic	27,000,000	36.00%	1	1	-
	Foreign	9,082,999	12.11%	1	1	-
2	**Professional security investors holding 5% or more of charter capital**	**5,000,000**	**6.67%**	**2**	**2**	**-**
	Domestic	-	0.00%	-	-	-
	Foreign	5,000,000	6.67%	2	2	-
3	**Professional security investors holding less than 5% or charter capital**	-	-	-	-	-
	Domestic	-	-	-	-	-
	Foreign	-	-	-	-	-
TOTAL		**41,082,999**	**54.78%**	**4**	**4**	**-**

1.7.3 Shareholder structure by types of stock

NO	TYPE OF SHAREHOLDER	NO. OF TRANSFER RESTRICTED STOCKS	NO. OF TRANSFERABLE STOCKS	TOTAL	HOLDING RATE (%)
	1		4	5	6
I	**INTERNAL PERSONS**	**956,827**	**10**	**956,837**	**1.28%**
II	**TREASURY STOCKS**	-	-	-	-
III	**COMPANY'S TRADE UNION**	-	-	-	-
IV	**PREFERENCE STOCKS** *(if any)*	-	-	-	-
V	**OTHER SHAREHOLDERS**	41,006,045	33,037,118	74,043,163	98.72%
1	**Domestic**	28,857,113	24,187,118	53,044,231	70.73%
1.1	*Individual*	**1,857,113**	**24,187,118**	**26,044,231**	**34.73%**
1.2	*Institution*	**27,000,000**	**-**	**27,000,000**	**36.00%**
	Including State:	**-**	**-**	**-**	**-**
2	**Foreign**	**12,148,932**	**8,850,000**	**20,998,932**	**28.00%**
2.1	*Individual*	**-**	**-**	**-**	**-**
2.2	*Institution*	**12,148,932**	**8,850,000**	**20,998,932**	**28.00%**
TOTAL		**41,962,872**	**33,037,128**	**75,000,000**	**100.00%**

BUSINESS PERFORMANCE IN 2019 (CONTINUED)

1.7 | SHAREHOLDER STRUCTURE (CONTINUED)

1.7.4 List of special shareholders

NO	ID CARD/PASSPORT/ ENTERPRISE REGISTRATION NO.	NO. OF STOCKS	HOLDING RATE (%)	NO. OF TRANSFER RESTRICTED SHARES (*)
A. STATE SHAREHOLDERS				
	None	-	-	-
	Subtotal A	-	-	-
B. MAJOR SHAREHOLDERS (holding 5% or more of share capital)				
1	Creed Investments VN-1 Ltd	9,082,999	12.11	9,082,999
2	Truong Giang Management And Investment Joint Stock Company	27,000,000	36.00	27,000,000
SUBTOTAL B		36,082,999	48.11	36,082,999
C. STRATEGIC SHAREHOLDERS				
	None	-	-	-
	Subtotal C	-	-	-
D. FOUNDING SHAREHOLDERS				
1	Nguyen Ba Sang	358,800	0.48	358,800
2	Ho Thi Nguyet Anh	74,750	0.10	74,750
SUBTOTAL D		433,550	0.58	433,550
TOTAL A+B+C+D		**36,516,549**	**48.69**	**36,516,549**

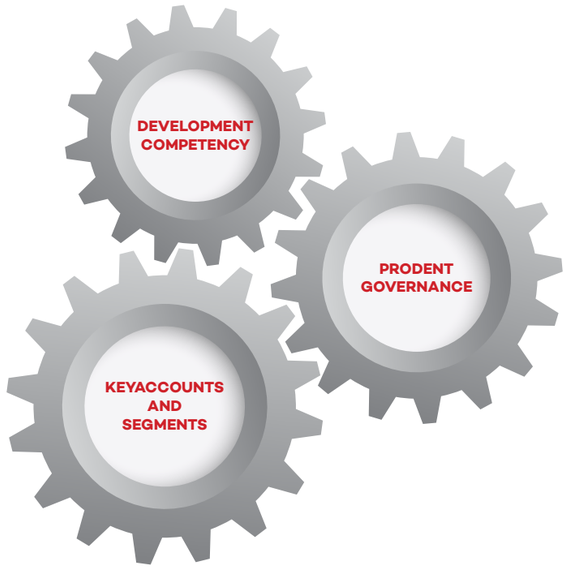
2. BUSINESS STRATEGY AND PLAN FOR 2020

2.1 | STRATEGIC ORIENTATION IN 2020

The "Inside - Out" strategy highlights three focus points:

1. *Prudent governance,*
2. *Focus on key accounts and segments,*
3. *Improvement of development competency*

These strategic tasks are implemented throughout An Gia's activities in 2020 and in the future.



3 focus points of An Gia's development strategy

2.1.1 Prudent governance

The Leadership is committed to building and developing a culture of transparency and integrity in every activities ranging from internal to business activities: legal, sales, operation, internal audit and external audit.

In 2019, the Company was restructured under the governance model of a public company and coordinated with an international consultant to scrutinize and identify latent organizational and operating risks.

In 2020, the Internal Audit is going to conduct intensive assessments and reviews to assist the Board of Directors in identifying and controlling risks, making prompt amendments to improve the Company's system in the coming time.

In compliance with Decree 71, from August 2020 onwards, the Chairman of Board of Directors will not concurrently assume the role of Chief Executive Officer. An Gia is looking for a suitable and competent person to undertake the executive position and ensure the Company's efficient operation on basis of legal compliance.

In order for a secured financial foundation for project development, the Company keeps diversifying funding channels, maximizing cash flow, controlling risks, particularly proceeding cooperation with strategic partners in project development, issuing stocks to existing shareholders for purpose of capital increase; private placement to strategic partners; issuing debt instruments such as bonds, convertible bonds including listed bonds ...

2.1.2 Focus on key accounts and segments

An Gia remains its mainstay at mid-end and affordable segments while pursuing superior quality and utilities.

For An Gia, customers are the heart of every action, especially research and development (R&D). The key accounts of An Gia are urban middle-class, 30-45 years old people who have accumulated wealth and need home for

BUSINESS STRATEGY AND PLAN FOR 2020 (CONTINUED)

2.1 | STRATEGIC ORIENTATION IN 2020 (CONTINUED)

their own or their family. Affordable, mid-end apartments priced around 23-50 million/m2 (per CBRE and JLL's standards) will perfectly fit the income and net worth of these people.

However, the Company will, subject to specific projects, develop other products to meet investment needs such as condotel, second-home (sea apartments), and trading purposes (shop houses, town houses) ...

2.1.3 Land fund expansion & project development competency improvement

VND 5,000 - 10,000 billion is spent on developing the land funds every year

The long-term target is to spend from VND 5,000 to 10,000 billion every year on developing the land funds so as to secure a sustainable input for the next 10 years. Each project will be of average scale (under VND 1,000 billion) to fit the affordable and mid-end segments. An Gia heads for land in Ho Chi Minh City and neighboring provinces. It always prioritizes projects with available red books, clean land use rights and sufficient legal basis (approved for investment), which allow immediate commencement and thus optimize the investment efficiency.

Project development competency improvement: this is defined as the core competency of the Company, which will be honed in three aspects:

- ***Scale:*** In the future, An Gia aims to build medium-scale projects from 10 to 30 hectares wide such as compounds and townships.
- ***Products:*** Besides developing mid-end apartment projects in Ho Chi Minh City, in 2020, the Company is going to introduce self-contained compounds in neighboring provinces like Long An and Binh Duong, where this real estate product is uncharted. We expect to deploy compounds in existing residential areas, where convenient traffic connections to Ho Chi Minh City are available. An Gia's compounds serve a growing number of high-net-worth customers who seek for a standard civilized and highly-cultured living space of high security and plentiful internal utilities.
- ***Speed:*** As one of the core values, speed is prioritized when it comes to design and sales. An Gia also seek for a 10-15% shorter construction time. The Company inclines to develop projects on land of transparent legal status, so as to reduce the time for legal procedures.
- ***Construction quality:*** While accelerating the construction progress, An Gia ensures the outstanding construction quality by setting clear-cut standards for selection of construction contractors. An Gia prefers partners that meet high standards of the Building and Construction Authority (Singapore), apply new technologies in construction, plan to use resources efficiently and economically, use environment-friendly materials, and comply with regulations of competent authorities during construction.

Continuous improvement of the value chain for enhanced customer experiences

For An Gia, every product must be better than its antecedent. This drives An Gia team to become an eager learner, earnest listener and high-spirited improver pursuing for finer quality of products and services that bring better living experience to customers and a better partnering experience to partners.

In the coming time, to complete the value chain that improves customer experiences, the Company, partnered by Hoosiers Development, will set up a building management company. Hoosiers is a Japanese professional developer who is managing and operating more than 18,000 apartments across Japan. The building management company of An Gia and Hoosiers will operate projects developed by An Gia, ensuring a consistent quality of products from the date of handover until the customers settle in their home.

2.2 | BUSINESS PLAN FOR 2020

To implement

WESTGATE
A condominium project in West Saigon Administrative center

To implement

THE STANDARD BINH DUONG

To introduce apartment management application named

ANGIA+

Expected revenue:

2,400 VND BILLION

Up **523%**

Expected holding company's earnings after tax:

410 VND BILLION

Up **26%**

BUSINESS STRATEGY AND PLAN FOR 2020 (CONTINUED)

2.2 | BUSINESS PLAN FOR 2020 (CONTINUED)

2.2.1 Business targets in 2020

2020 is the first year that 75 million of AGG stocks have been listed on Ho Chi Minh Stock Exchange (HoSE). This opens a new advancement of the Company towards an improved governance system as per listed company standards, promoted transparency and business efficiency, long-term benefits for shareholders, investors, employees and related parties.

Keeping that in mind, An Gia determines to achieve revenue of VND 2,400 billion and holding company's earnings after tax of VND 410 billion, up 523% and 26% year over year, respectively. This goal is set against the context of a tighter real estate supply and contracting land funds in Hanoi and Ho Chi Minh City inner city. Many market analysts argued that a shortage of supply would lay opportunities in the hand of those who can ensure immediate commencement and legal transparency, such as An Gia.

UNIT: VND BILLION

INDICATOR	2019	2020	COMPARISON BETWEEN 2019 & 2020	
			Up/down	%
Net revenue	385	2,400	2,015	523%
Holding company's earnings after tax	326	410	84	26%

2.2.2 Operating plan for 2020

The foundation for An Gia to achieve 2020 business targets is the implementation plans of projects such as Westgate (Binh Chanh) and The Standard (Binh Duong). The Company expects total sales of about 1,800 units and estimated revenue of VND 5,500 billion.

| *Launch of Westgate – a condominium project in West Saigon administrative center*

For realization of the business plan committed with shareholders and investors, in the first quarter, An Gia launched Westgate project (Binh Chanh, Ho Chi Minh City). The project has a scale of up to 3.1 hectares and is expected to provide nearly 2,000 apartments. Inheriting all values of An Gia, Westgate is destined to become a new icon and living standard of West Saigon.

Prime location

- Westgate condominium is the first project in the core of Binh Chanh administrative center to have 5 priceless facades: opposite to Binh Chanh People's Committee, hospital, central park, Nguyen Van Linh Boulevard and Tan Tuc Street. Residents are just a few steps away from administrative agencies, park and health care system.
- The project center is connected to arterial roads through National Highway 1A, Provincial Road 10, National Highway 50, Ho Chi Minh City - Trung Luong Expressway, would-be USD 10 billion Ho Chi Minh City - Can Tho express railway, Metro lines 3a and 5 ... Developed infrastructure ensures easy travel to District 1, the financial center of Thu Thiem (via Vo Van Kiet), Phu My Hung (via Nguyen Van Linh) for about 20 minutes.
- In particular, Westgate residents are only 3.5 km from an all-inclusive health care system - Tan Kien high-tech medical center. Tan Kien is destined to become a medical center of regional and world-class with an area of up to 74 hectares (including Children's Hospital No. 3, Blood Transfusion and Hematology Hospital, University of Medicine Pham Ngoc Thach...). This area is also home to an inter-level education system including kindergartens, international high schools, Universities such as University of Economics, Ho Chi Minh City, Van Hien University and Intermediate School of Construction, etc.

Transcending utilities

- At Westgate, An Gia pays keen attention to every detail of planning, design and integrates 50 utilities of affordable segments that exceed customers' expectations, namely: Olympic standard swimming pool, outdoors & indoors children's playgrounds, camp sites& BBQ areas, multi-purpose sport areas, library, banquet room, karaoke room, free Wi-Fi in public areas, multi-layer security, ... and plenty of green space.
- The project is adjacent to the 2-hectares central park and more than that, embraces in itself a park occupying up to 62% of the land fund (1.9 hectares) with a huge water surface of 1,500 m2 circling 4 buildings that serves various functions: adult's swimming pool, children's swimming pool, fountain, waterfall... This special design turns the project into a river valley cuddling lush gardens, giving a source of fresh air and spectacular views.
- This is the first project in West Saigon to deploy an NSF-standard central water filtration system, which applies the 0.01 micron hollow fiber ultrafiltration membrane technology to produce QCVN 01: 2009/BYT standard drinking water certified by Pasteur Institute.

| *To develop The Standard (Binh Duong)*

The Standard is expected to become among the signature projects of An Gia in the self-contained row housing complex segment. Inheriting An Gia's standard values and more, the project has a distinct landscape design, plenty of green space and classy utilities, putting on show one-of-a-kind living standard.

Located in Binh Duong Province, The Standard has an investment of about VND 600 billion. An Gia plans to produce about 375 low-rise units (row houses and shop houses) enclosed with complete self-contained utilities. Particularly, up to USD 5 million is spent on a unique-designed clubhouse with park, swimming pool, children's playground, multi-purpose sports center, sauna ... and many other outstanding facilities.
The project has land use right certificate, good location, complete infrastructure, and allows quick implementation, significantly boosting An Gia's business performance in the coming time.

| *To launch Apartment Management application An Gia+*

The Company is going to launch an iOS/Android-based apartment management and customer care application in 2020 to give users easy access to loyalty ratings; privileged promotions; hot news and projects of An Gia, management of their own apartments, updated payment schedule, requests for support ... This helps reduce the paperwork between customers and An Gia's Customer Care.

As part of groundwork for the launch, in January 2020, An Gia officially presented itself on the international data digitization system under code D-U-N-S® 555481434. Issued by Dun & Bradstreet (D&B). - the developer of Data Universal Numbering System, this code is a unique 9-digit series attributed to a single enterprise and recognized as a worldwide identity of such enterprise.

Successful registration of D-U-N-S® code is the first step in a long journey. It demonstrates how An Gia is determined to digitize itself and then to deploy the apartment management application and provide ever better customer care experiences. It is also a premise for An Gia to hone its forte, fulfill business strategies and move faster towards the vision of becoming a globally renowned Vietnamese real estate developer.

| *To keep charting clean land funds*

An Gia is owning a land fund of about 80 ha in Ho Chi Minh City (33.4 ha), Binh Duong (6.9 ha), Dong Nai (13.9 ha) and Long An (26.4 ha), ready for development of 9,000 - 12,000 units in the near future.

In its development plan, the Company expects

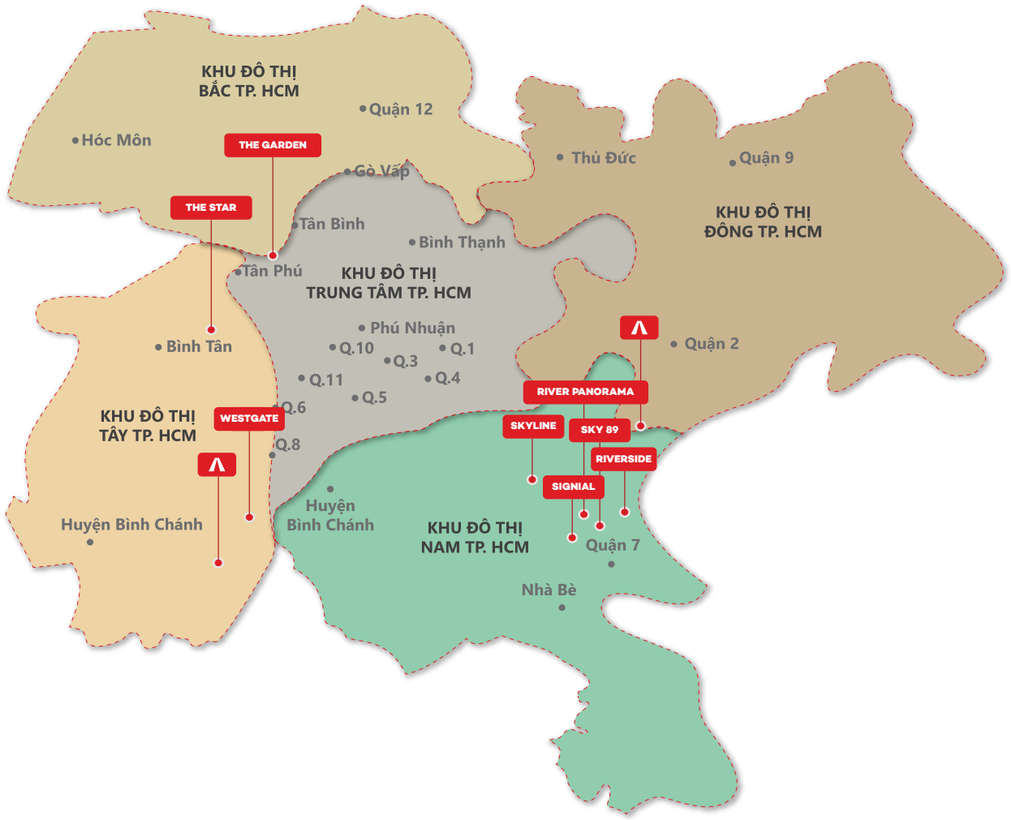
BUSINESS STRATEGY AND PLAN FOR 2020 (CONTINUED)

2.2 | BUSINESS PLAN FOR 2020 (CONTINUED)

to spend VND 5,000 - 10,000 billion every year on acquiring land fund to ensure sustainable input for the next 10 years. Each project will be of average scale (under VND 1,000 billion) to fit the affordable and mid-end segments. An Gia always prioritizes projects with available red books, clean land use rights and sufficient legal basis (approved for investment), which allow immediate commencement and thus optimize the investment efficiency.

An Gia's on-going projects are highly profitable and outstandingly advantageous. Especially, the project cluster in District 7, Ho Chi Minh City, is located near Phu My Hung high-end residential area, giving convenient access to utility services. Meanwhile, An Gia's apartments are priced lower than similar projects in Phu My Hung. Other projects in Binh Chanh, Binh Tan and Tan Phu are laid in the regional administrative center with all necessary utilities that meet the diverse needs of residents. These projects stand at the Western gateway of the city, allowing easy access to key economic areas of the Mekong River Delta.

The existing land funds in neighboring provinces of Ho Chi Minh City such as Long An, Binh Duong, and Dong Nai will be vested in self-contained compounds as part of the Company's vision to become an urban developer in the next 5 years.



PART V

SUSTAINABLE DEVELOPMENT REPORT

PROTECT NATURAL RESOURCES AND CREATE FUTURE

As a young energetic enterprise, An Gia is profoundly aware that only a deep engagement with the community, society and environment may foster fruitful and sustainable development in the long run.

Therefore, besides developing projects, expanding the land funds, improving customer experience, and optimizing business performance to generate lifelong benefits to employees, shareholders, partners and co-developers, An Gia also determines to evolve its business in parallel with protection of natural resources and environment to create the future and make desirable changes to the lives of residents, employees, community, the society and environment.

1. FOR THE ENVIRONMENT

An Gia keeps it in mind that a business pursuing for short-lived profit in expense of environment will be kicked out from the path of development and global integration.

The Company's Leadership issued policies, regulations and sanctions to strengthen the management of environment effects, ensure the efficient use of energies, resources, reduce waste, save materials, as well as comply with laws.

FOR THE ENVIRONMENT (CONTINUED)

IN PROJECT DEVELOPMENT:

An Gia aims to "green off buildings". The design team always prioritizes a fresh living environment with well-chosen green spaces, large water surface (swimming pools, mediation lakes, waterfalls ...) so as to bring a healthy environment not only to residents but also the surrounding communities. The layout of apartments takes into account thorough consideration of sunlight and wind direction to ensure a fresh airy tranquil ambience.

Such mindset is deep-rooted in every project developed by An Gia, namely The Garden, River Panorama, and the most recent Westgate in Binh Chanh District administrative center, which features an inner park of up to 1.9 ha, water surface area of 1,500 m2, adjacent to the external park of 2 ha.

IN CONSTRUCTION IMPLEMENTATION:

An Gia sets out clear standards for contractors' prequalification. An Gia prefers partners that use new construction technologies appropriate to specific projects, have plans for efficient and economical use of energies, water, construction materials, use unburnt, recycled, light materials; minimize air pollution, noise and water pollution during construction; manage the collection, classification and treatment of construction wastes during construction of projects, and comply with regulations of functional authorities.

One of An Gia's long-lasting partners is Coteccons Group – a leading Vietnamese construction contractor – who gives the highest commitment to the efficient use of resources, environmental protection and occupational health and safety.

IN DESK WORK:

An Gia always encourages saving paper and energies (electricity, water), sorting garbage, reusing and recycling tools and supplies, and using environment-friendly materials.

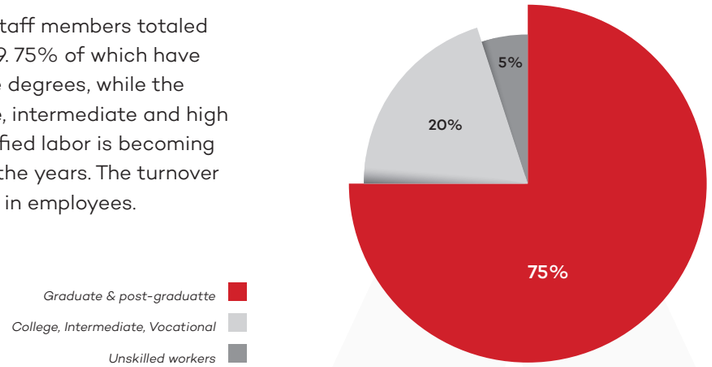
2. FOR EMPLOYEES

An Gia considers human resources as the core element and valuable asset that defines the product and project quality, business efficiency and strategy success. The Company maximizes all resources to create the best working environment that ensures opportunities for development, promotion and equal treatment of employees as well as the best incentive regime on basis of employees' performance and contribution.

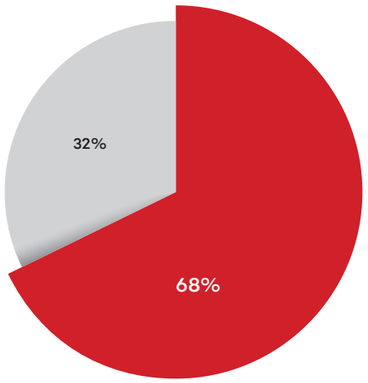
An Gia thereby formulates a human resource policy that ensures a better experience and working environment for every employee, with the constant companion between the Company's evolution and teams' career escalation as the ultimate goal.

2.1 | LABOR FORCE STRUCTURE

The Company's number of staff members totaled 184 as of December 31, 2019. 75% of which have university and postgraduate degrees, while the remaining 25% have college, intermediate and high school degrees. Highly qualified labor is becoming increasingly dominant over the years. The turnover rate is very low, mostly seen in employees.



Labor force structure by education levels



Labor force structure by ages

Employees aged 20 to 30 accounts for 68% of the total labor force. The average age is 28,46. An Gia boasts a young, enthusiastic and strong-minded workforce that stands it in good stead for future business evolution.

20 - 30
30 - 50

FOR EMPLOYEES (CONTINUED)

2.2 | EMPLOYEE POLICIES

Training policy

Employee training and development policy is given the top priority. This policy aims to make the best use of existing human resources, and to enhance the effectiveness of training and fostering employees of different qualifications and competencies, so as to fit them in job requirements while improving the adaptability to future job requirements. There are two forms of training:

- **On-the-job training:** This is carried out continuously across the Company and in every position. Experienced employees will guide novices or the less seasoned.
- **External training:** Subject to specific jobs, development objectives and orientations of the Company, employees will be selectively sent to external training, including field visits to peer markets, so as to improve their knowledge, qualifications and skills.

Salary and bonus policy

To magnetize talents and sustain employees' loyalty, the Company developed an incentive salary and bonus policy that suits every job position, skills and professional qualification, at the same time acknowledges the contribution and performance of individuals.

The Company applies the minimum total income, which will be adapted to the State's actions and/or business situation and the Company's position in the respective year. On annual basis, the Company evaluates the competency and work performance as a ground for consideration of salary adjustment and raise. This keeps on the work motivation, staff cohesion and occupation promotion. Besides, the Company provides lunch, telephone, travel allowance, fruits and pays for sports and fitness activities such as yoga, tennis ...

Subject to the business results and actual operations, the Company vests a sizable budget in honoring the contributions and achievements of employees every year: 13th month salary, monthly KPI bonus, Tet bonus, seniority bonus, innovation & improvement bonus, campaign/project bonus, etc.

Welfare policy

An Gia's welfare policy is sophisticatedly and regularly elaborated, subject to the deliberation, amendments and supplementations of the Board of Directors, so as to bring the best welfare to employees, thereby boosting the motivation and encouraging creativity and dedication. Some remarkable welfare policies are as follow:

- Supporting employees to own the first house by offering preferential prices for those projects subject to internal and universal price policy.
- Health care for employees and aid for dependencies. In particular, female employees are entitled to maternity benefits as required by laws. During construction management and supervision, An Gia also ensures a close coordination with contractors to ensure safety and risk elimination.
- Care for employees' dependencies: An Gia's Management believes that family members of employees make an essential course of power to the Company's success because family is the driving force and the most solid ground for everyone to thrive in career. The Company concretized its care and gratitude by providing Health Insurance and Accident Insurance to 1 dependency of each employee, giving gifts on occasions of International Women's Day, father's day, gifts for children on International Children's Day, learning encouragement gifts, family festivals.
- The Company regularly organizes activities that cement the staff cohesion such as internal movements, tourism, vacations, team building ... and festive events such as Christmas, Halloween, Happy Hour, year-end parties. It also grants benefits on special occasions such as solar calendar new year's eve (January 1), lunar calendar March 10, April 30, May 1, September 2, new year or holiday gifts on: March 8, October 20, Mid-Autumn Festival, Tet Holiday.
- The Company takes constant consideration and amendments of other welfare policies such as congratulation on important occasions like marriage, birthdays, birth-giving, or other events like sickness, funeral...

3. FOR PARTNERS

An Gia dedicates resources to serving customers, employees and partners. An Gia always seeks for better partnering experiences, constant transparency in activities that bring equal, long-lasting and sustainable benefits to all parties. The Company always selects the most prestigious partners, from strategic co-developers, construction contractors to agents, while committing to benefits and visions beyond expectations.

An Gia is maintaining partnership with reputable big names of intensive global scale such as Creed Group, Hoosiers, and local household names like Coteccons Group, Nam Hung Land, DKRS ...

For strategic investment partnership: An Gia is always after reputable investment funds and partners who are extensively experienced in management and share its customer-centric thinking, such as Creed Group, Hoosiers ...

In particular, Creed Group, who has partnered An Gia through the most successful projects, shares our vision and long-term development strategy. In 2015, Creed Group committed to fund An Gia USD 200 million for project development. This million-dollar partnership goes far beyond the creation of a solid and powerful financial ground. The Japanese investment fund also advises and appraises the apartment quality as per international standards, willing to transfer technologies and project management and operation experiences to An Gia. Though the products under partnership of An Gia and Creed Group are of mid-end segment, their quality and utility system are no inferior to high-end products.

To solve the problems of construction progress and quality, An Gia cooperates with leading Vietnamese partners namely Coteccons Group, Ricons, who help An Gia to keep projects on schedule and ensure superior quality.

An Gia also brings to life the customer-centric mindset by selecting prestigious distribution partners: Nam Hung Land, DKRS.

4. FOR LOCAL COMMUNITIES & RESIDENTS

The Company is a silent gift-giver who cares about orphans and abandoned elderly people, sponsors pro-community programs such as eye surgery, Vietnam Smile, and takes part in many other activities.

Toward customers & residents, An Gia maintains an absolute compliance with laws during business and project development. We fulfill all legal responsibilities for projects, ensure the construction quality and deliver products as committed, sometimes even transcending expectations. We uphold ethical principles as well as sense of responsibility in communication, marketing and business.

Furthermore, An Gia has implemented a variety of customer/resident care activities over the past time. In 2019, customer care activities were conducted: granting 5,000 JIO HEALTH health examination packages, giving 1,000 VND 400,000 vouchers at the nationwide Golden Gate system, giving away 1,000 movie tickets and popcorn &drink combo at CGV on Halloween Day, not to mention thousands of birthday gifts, special offers and privileges for loyal customers.

On occasions of Mid-Autumn Festival or Lunar New Year, An Gia gives presents, visits, conducts surveys and reaches out to residents who live in delivered projects. Based on evaluation of construction quality, design quality..., our survey makes a ground for change, formulation of perfect realistic construction and project implementation strategies to give the highest product value. This is also An Gia's motto and course of action - to provide a better living experience to customers.

PART VI

FINANCIAL STATEMENTS

TRANSPARENCY IN EVERY ACTIVITY

GENERAL INFORMATION

THE COMPANY

An Gia Real Estate Investment and Development Corporation ("the Company") is a shareholding incorporated under the Law on Enterprise of Vietnam pursuant to the Business Registration Certificate ("BRC") No. 0311500196 issued by the Department of Planning and Investment ("DPI") of Ho Chi Minh City on 18 January 2012 and the 12th amended BRC dated 26 September 2019.

The Company's shares were listed on the Ho Chi Minh Stock Exchange ("HOSE") with ticker symbol of AGG in accordance with the License No. 554/QD-SGDCK issued by HOSE on 17 December 2019.

The registered principal activities of the Company are real estate trading; real estate brokerage; real estate management; real estate exchange; management consulting; advertising; marketing research and public opinion polling; organisation of conventions and trading shows; construction of buildings; construction of other civil projects; construction of railways and roads; construction of utility projects; demolition and site preparation.

The Company's head office is located at No. 30, Nguyen Thi Dieu Street, Ward 6, District 3, Ho Chi Minh City, Vietnam.

BOARD OF DIRECTORS

Members of the Board of Directors ("BOD") during the year and at the date of this report are:

Mr Nguyen Ba Sang	*Chairman*	Appointed on 9 September 2019
Mr Nguyen Trung Tin	*Vice Chairman*	Appointed on 9 September 2019
Mr Masakazu Yamaguchi	*Member*	Appointed on 9 September 2019
Mr Do Le Hung	*Member*	Appointed on 9 September 2019
Mr Vu Quang Thinh	*Member*	Appointed on 9 September 2019
Ms Vuong Nguyen Ngoc Tram	*Member*	Resigned on 9 September 2019
Ms Nguyen Huong Giang	*Member*	Resigned on 9 September 2019
Ms Nguyen Quynh Giang	*Member*	Resigned on 9 September 2019
Ms Ho Thi Nguyet Anh	*Member*	Resigned on 9 September 2019

GENERAL INFORMATION (CONTINUED)

MANAGEMENT

Members of the management during the year and at the date of this report are:

Mr Nguyen Ba Sang	General Director
Mr Nguyen Trung Tin	Deputy General Director

LEGAL REPRESENTATIVE

The legal representative of the Company during the year and at the date of this report is Mr Nguyen Ba Sang.

AUDITORS

The auditor of the Company is Ernst & Young Vietnam Limited.

REPORT OF MANAGEMENT

Management of An Gia Real Estate Investment and Development Corporation ("the Company") presents this report and the consolidated financial statements of the Company and its subsidiaries ("the Group") for the year ended 31 December 2019.

MANAGEMENT'S RESPONSIBILITY IN RESPECT OF THE CONSOLIDATED FINANCIAL STATEMENTS

Management is responsible for the consolidated financial statements of each financial year which give a true and fair view of the consolidated financial position of the Group and of the consolidated results of its operations and its consolidated cash flows for the year. In preparing those consolidated financial statements, management is required to:

- Select suitable accounting policies and then apply them consistently;
- Make judgements and estimates that are reasonable and prudent;
- State whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the consolidated financial statements; and
- Prepare the consolidated financial statements on the going concern basis unless it is inappropriate to presume that the Group will continue its business.

Management is responsible for ensuring that proper accounting records are kept which disclose, with reasonable accuracy at any time, the consolidated financial position of the Group and to ensure that the accounting records comply with the applied accounting system. It is also responsible for safeguarding the assets of the Group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Management confirmed that it has complied with the above requirements in preparing the accompanying consolidated financial statements.

STATEMENT BY THE MANAGEMENT

Management does hereby state that, in its opinion, the accompanying consolidated financial statements give a true and fair view of the consolidated financial position of the Group as at 31 December 2019 and of the consolidated results of its operations and its consolidated cash flows for the year then ended in accordance with Vietnamese Accounting Standards, Vietnamese Enterprise Accounting System and the statutory requirements relevant to the preparation and presentation of the consolidated financial statements.

For and on behalf of management:

M.S.D.N: 0311500196-C.T.C.P
CÔNG TY CỔ PHẦN ĐẦU TƯ VÀ PHÁT TRIỂN BẤT ĐỘNG SẢN AN GIA
QUẬN 3 - T.P HỒ CHÍ MINH

Nguyen Ba Sang
General Director

Ho Chi Minh City, Vietnam

INDEPENDENT AUDITOR'S REPORT

Reference: 61314331/21586028-HN

To: The Shareholders of An Gia Real Estate Investment and Development Corporation

We have audited the accompanying consolidated financial statements of An Gia Real Estate Investment and Development Corporation ("the Company") and its subsidiaries ("the Group") as prepared on 23 March 2020 and set out on pages 5 to 44, which comprise the consolidated balance sheet as at 31 December 2019, the consolidated income statement and the consolidated cash flow statement for the year then ended and the notes thereto.

MANAGEMENT'S RESPONSIBILITY

The Group's management is responsible for the preparation and fair presentation of these consolidated financial statements in accordance with Vietnamese Accounting Standards, Vietnamese Enterprise Accounting System and the statutory requirements relevant to the preparation and presentation of the consolidated financial statements, and for such internal control as the management determines is necessary to enable the preparation and presentation of the consolidated financial statements that are free from material misstatement, whether due to fraud or error.

AUDITORS' RESPONSIBILITY

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. We conducted our audit in accordance with Vietnamese Standards on Auditing. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Group's preparation and fair presentation of the consolidated financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

OPINION

In our opinion, the consolidated financial statements give a true and fair view, in all material respects, of the consolidated financial position of the Group as at 31 December 2019, and of the consolidated results of its operations and its consolidated cash flows for the year then ended in accordance with Vietnamese Accounting Standards, Vietnamese Enterprise Accounting System and the statutory requirements relevant to the preparation and presentation of the consolidated financial statements.

Ernst & Young Vietnam Limited

CÔNG TY TRÁCH NHIỆM HỮU HẠN ERNST & YOUNG VIỆT NAM

Pham Thi Cam Tu
Deputy General Director

Audit Practicing Registration Certificate
No. 2266-2018-004-1

Nguyen Thuy Trang
Auditor

Audit Practicing Registration Certificate
No. 3213-2020-004-1

Ho Chi Minh City, Vietnam
23 March 2020

CONSOLIDATED BALANCE SHEET

AS AT 31 DECEMBER 2019

VND

CODE	ASSETS	NOTES	ENDING BALANCE	BEGINNING BALANCE
100	**A. CURRENT ASSETS**		**4,684,824,193,068**	**1,810,022,931,066**
110	**I. Cash and cash equivalents**	**5**	**138,166,033,448**	**331,051,237,351**
111	1. Cash		88,001,249,132	274,263,237,351
112	2. Cash equivalents		50,164,784,316	56,788,000,000
120	**II. Short-term investments**		**140,252,607,068**	**450,509,602,646**
121	1. Held-for-trading securities		-	235,000,000,000
123	2. Held-to-maturity investments	6.1	140,252,607,068	215,509,602,646
130	**III. Current accounts receivable**		**1,306,926,141,077**	**948,435,657,696**
131	1. Short-term trade receivables	7	132,895,880,834	94,110,305,534
132	2. Short-term advances to suppliers	8	108,138,498,921	28,720,179,935
135	3. Short-term loan receivables	9	476,969,032,877	649,742,000,000
136	4. Other short-term receivables	10	590,532,728,445	177,473,172,227
137	5. Provision for doubtful short-term receivables	10	(1,610,000,000)	(1,610,000,000)
140	**IV. Inventory**		**2,611,316,273,160**	**52,794,843,422**
141	1. Inventories	11	2,611,316,273,160	52,794,843,422
150	**V. Other current assets**		**488,163,138,315**	**27,231,589,951**
151	1. Short-term prepaid expenses	12	455,121,070,636	12,222,120,310
152	2. Value-added tax deductible		32,953,884,346	14,921,286,308
153	3. Tax and other receivables from the State		88,183,333	88,183,333

VND

CODE	ASSETS	NOTES	ENDING BALANCE	BEGINNING BALANCE
200	**B. NON-CURRENT ASSETS**		**714,088,690,934**	**481,036,584,899**
210	**I. Non-current receivables**		**37,381,857,255**	**269,015,192,783**
215	1. Non-current lending principal receivables	9	-	189,842,228,979
216	2. Other long-term receivables	10	37,381,857,255	79,172,963,804
220	**II. Fixed assets**		**10,975,812,911**	**6,923,169,549**
221	1. Tangible fixed asset	13	10,724,812,919	6,803,848,713
222	Cost		17,263,970,409	12,230,606,773
223	Accumulated depreciation		(6,539,157,490)	(5,426,758,060)
227	2. Intangible fixed asset		250,999,992	119,320,836
228	Cost		1,299,450,000	925,950,000
229	Accumulated amortisation		(1,048,450,008)	(806,629,164)
230	**III. Investment properties**	**14**	**44,625,595,769**	**44,944,097,844**
231	1. Cost		45,758,363,074	45,373,128,896
232	2. Accumulated depreciation		(1,132,767,305)	(429,031,052)
240	**IV. Long-term asset in progress**		**3,172,876,588**	**5,800,192,246**
242	1. Long-term construction in progress		3,172,876,588	5,800,192,246
250	**V. Long-term investments**		**583,976,327,241**	**129,248,500,000**
252	1. Investments in associates	15.1	57,388,677,241	-
253	2. Investments in other entities	15.2	247,638,500,000	129,248,500,000
255	3. Held-to-maturity investments	6	278,949,150,000	-
260	**VI. Other long-term assets**		**33,956,221,170**	**25,105,432,477**
261	1. Long-term prepaid expenses	12	11,905,281,944	13,746,587,089
262	2. Deferred tax assets	29.3	22,050,939,226	11,358,845,388
270	**TOTAL ASSETS**		**5,398,912,884,002**	**2,291,059,515,965**

CONSOLIDATED BALANCE SHEET (CONTINUED)

AS AT 31 DECEMBER 2019

VND

CODE	ASSETS	NOTES	ENDING BALANCE	BEGINNING BALANCE
300	**C. LIABILITIES**		**3,945,462,938,108**	**1,451,712,327,107**
310	**I. Current liabilities**		**2,989,776,572,922**	**1,321,435,965,044**
311	1. Short-term trade payables	16	466,075,575,533	169,395,749,533
312	2. Short-term advances from customers	17	1,271,714,156,715	133,551,668,672
313	3. Statutory obligations	18	32,868,461,489	141,725,532,061
314	4. Payables to employees		9,000,000	15,400,000
315	5. Short-term accrued expenses	19	127,407,836,301	69,318,288,674
318	6. Short-term unearned revenues		647,727,273	19,852,001,531
319	7. Other short-term payables	20	828,690,063,863	532,201,567,176
320	8. Short-term loans	21	262,363,751,748	255,375,757,397
330	**II. Non-current liabilities**		**955,686,365,186**	**130,276,362,063**
333	1. Long-term accrued expenses	19	24,457,645,798	-
337	2. Other long-term liabilities		545,309,885	-
338	3. Long-term loans	21	808,088,662,042	107,143,400,000
341	4. Deferred tax liabilities	29.3	102,016,704,490	-
342	5. Long-term provisions	22	20,578,042,971	23,132,962,063

VND

CODE	ASSETS	NOTES	ENDING BALANCE	BEGINNING BALANCE
400	**D. OWNER'S EQUITY**	**23.1**	**1,453,449,945,894**	**839.347.188.858**
410	**I. Capital**		**1,453,449,945,894**	**839,347,188,858**
411	1. Share capital		750,000,000,000	450,000,000,000
411a	• Shares with voting rights		750,000,000,000	450,000,000,000
412	2. Share premium		179,620,018,200	71,420,018,200
421	3. Undistributed earnings		364,334,165,655	277,686,315,642
421a	• Undistributed earnings by the end of prior year		45,886,315,642	-
421b	• Undistributed earnings of the year		318,447,850,013	277,686,315,642
429	4. Non-controlling interests		159,495,762,039	40,240,855,016
440	**TOTAL LIABILITIES AND OWNERS' EQUITY**		**5,398,912,884,002**	**2,291,059,515,965**

Nguyen Thi My Nhung
Preparer

Nguyen Thanh Chau
Chief Accountant

Nguyen Ba Sang
General Director

23 March 2020

CONSOLIDATED INCOME STATEMENT

FOR THE YEAR ENDED 31 DECEMBER 2019

VND

CODE	ITEMS		NOTES	CURRENT YEAR	PREVIOUS YEAR
01	1	Revenue from sale of goods and rendering of services	24.1	**384,626,718,133**	**1,126,585,482,301**
02	2	Deductions	24.1	**-**	**-1,173,653,331**
10	3	Net revenue from sales of goods and rendering of services	24.1	**384,626,718,133**	**1,125,411,828,970**
11	4	Cost of goods sold and services rendered	25	**-103,708,085,761**	**-724,016,231,591**
20	5	Gross profit from sales of goods and rendering of services		**280,918,632,372**	**401,395,597,379**
21	6	Finance income	24.2	**212,650,573,762**	**53,743,371,458**
22	7	Finance expenses	26	**-39,977,263,275**	**-27,334,453,188**
23		*In which: Interest expense*		-38,468,986,456	-18,035,740,217
24	8	Shares of profit (loss) of associates	15.1	**54,237,827,241**	**-750,000**
25	9	Selling expenses	27	**-6,188,087,324**	**-49,073,551,748**
26	10	General and administrative expenses	27	**-127,781,581,226**	**-64,281,876,902**
30	11	Operating profit		**373,860,101,550**	**314,448,336,999**
31	12	Other income		**41,429,156**	**398,157,084,352**
32	13	Other expenses		**-7,038,569,437**	**-10,428,704,111**
40	14	Other (loss) profit		**-6,997,140,281**	**387,728,380,241**
50	15	Accounting profit before tax		**366,862,961,269**	**702,176,717,240**

VND

CODE	ITEMS		NOTES	CURRENT YEAR	PREVIOUS YEAR
51	16	Current corporate income tax expense	29.1	**-30,368,626,946**	**-147,733,647,956**
52	17	Deferred tax (expense) income	29.1	**-3,266,776,879**	**11,358,845,388**
60	18	Net profit after tax		**333,227,557,444**	**565,801,914,672**
61	19	Net profit after tax attributable to shareholders of the parent		**326,497,011,845**	**292,640,552,761**
62	20	Net profit after tax attributable to non-controlling interests		**6,730,545,599**	**273,161,361,911**
70	21	Basic earnings per share	23.4	**4,602**	**10,108**
71	22	Diluted earnings per share	23.4	**4,602**	**10,108**

CÔNG TY CỔ PHẦN ĐẦU TƯ VÀ PHÁT TRIỂN BẤT ĐỘNG SẢN AN GIA
M.S.D.N: 0311300196 - C.T.C.P
QUẬN 3 - T.P HỒ CHÍ MINH

Nguyen Thi My Nhung
Preparer

Nguyen Thanh Chau
Chief Accountant

Nguyen Ba Sang
General Director

23 March 2020

CONSOLIDATED CASH FLOW STATEMENT

FOR THE YEAR ENDED 31 DECEMBER 2019

VND

CODE	ITEMS	NOTES	CURRENT YEAR	PREVIOUS YEAR
I. CASH FLOWS FROM OPERATING ACTIVITIES				
01	**Accounting profit before tax**		**366,862,961,269**	**702,176,717,240**
	Adjustments for:			
02	Depreciation and amortisation		2,677,537,025	2,296,289,810
03	(Reversal of provisions) provisions		(2,554,919,092)	17,388,875,628
04	Foreign exchange (gains) losses arising from revaluation of monetary accounts denominated in foreign currency		(59,760,101)	4,299,644,751
05	Profits from investing activities		(264,305,137,226)	(52,240,681,808)
06	Interest expenses	26	38,468,986,456	18,035,740,217
08	**Operating profit before changes**		**141,089,668,331**	**691,956,585,838**
09	in working capital		82,027,476,399	42,524,902,201
10	Decrease in receivables		48,831,852,947	592,690,116,400
11	Decrease in inventories		(366,542,134,632)	(336,817,014,012)
12	Decrease in payables		20,811,479,345	19,464,265,388
13	Decrease in prepaid expenses		235,000,000,000	(235,000,000,000)
14	Decrease (increase) in held-for-trading securities		(30,630,636,240)	(13,104,792,750)
15	Interest paid	18	(146,226,114,053)	(22,822,558,989)
20	**Net cash flows (used in) from operating activities**		**(15,638,407,903)**	**738,891,504,076**
II. CASH FLOWS FROM INVESTING ACTIVITIES				
21	Purchase and construction of fixed assets		(10,696,130,311)	(210,000,000)
22	Proceeds from disposal of fixed assets		272,727,273	181,818,182
23	Loans to other entities and payments for term bank deposits		(1,148,152,509,158)	(1,072,320,287,451)
24	Collections from borrowers and term bank deposits		1,152,498,118,863	297,285,113,699
25	Payments for investments in other entities		(149,567,337,919)	(329,990,000,000)
26	Proceeds from sale of investments in other entities		-	51,109,673,839
27	Interest received		69,137,702,635	21,172,874,070
30	**Net cash flows used in investing activities**		**(86,507,428,617)**	**(1,032,770,807,661)**
III. CASH FLOWS FROM FINANCING ACTIVITIES				
31	Issuance of shares	23.1	176,400,000,000	240,000,000,000
33	Drawdown of borrowings		758,702,843,465	328,196,957,397
34	Repayment of borrowings		(739,394,295,679)	(208,504,500,000)
36	Dividends paid to non-controlling interests	23.5	(286,447,875,270)	(20,190,623,473)
40	**Net cash flows (used in) from financing activities**		**-90,739,327,484**	**339,501,833,924**
50	**Net (decrease) increase in cash and cash equivalents**		**-192,885,164,004**	**45,622,530,339**
60	**Cash and cash equivalents at beginning of year**		**331,051,237,351**	**285,428,351,763**
61	Impact of exchange rate fluctuation		-39,899	355,249
70	**Cash and cash equivalents at end of year**	5	**138,166,033,448**	**331,051,237,351**

Nguyen Thi My Nhung
Preparer

Nguyen Thanh Chau
Chief Accountant

Nguyen Ba Sang
General Director

23 March 2020

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

1 | CORPORATE INFORMATION

An Gia Real Estate Investment and Development Corporation ("the Company") is a shareholding company incorporated under the Law on Enterprise of Vietnam pursuant to the Business Registration Certificate ("BRC") No. 0311500196 issued by the Department of Planning and Investment ("DPI") of Ho Chi Minh City on 18 January 2012 and the 12th amended BRC dated 26 September 2019.

The Company's shares were listed on the Ho Chi Minh Stock Exchange ("HOSE") with ticker symbol of AGG in accordance with the License No. 554/QD-SGDCK issued by HOSE on 17 December 2019.

The registered principal activities of the Company and its subsidiaries ("the Group") are real estate trading; real estate brokerage; real estate management; real estate exchange; management consulting; advertising; marketing research and public opinion polling; organisation of conventions and trading shows; construction of buildings; construction of other civil projects; construction of railways and roads; construction of utility projects; demolition and site preparation.

The Company's head office is located at No. 30, Nguyen Thi Dieu Street, Ward 6, District 3, Ho Chi Minh City, Vietnam.

The number of the Group' employees as at 31 December 2019 is 184 (31 December 2018: 135).

Corporate structure

As at 31 December 2019, the Company has three (3) direct subsidiaries and two (2) indirect subsidiaries as follows:

NAME OF SUBSIDIARIES	ACTIVITIES	STATUS	% HOLDING		% VOTING RIGHT	
			Ending balance	Beginning balance	Ending balance	Beginning balance
DIRECT SUBSIDIARIES						
AGI & HSR Consultant Joint Stock Company ("AGI & HSR")	*Operational and finance management consultancy*	*Operating*	50.09	50.05	50.09	25
CRE & AGI Consultant Joint Stock Company ("CRE & AGI")			99.80	49.90	99.80	50.00
Viet Address Office Housing Development JSC ("Viet Address")	*Leasing of offices*		99.98	-	99.98	-
INDIRECT SUBSIDIARIES						
An Gia Phu Thuan Real Estate Investment Company Limited ("Phu Thuan")	*Trade real estate*		99.80	49.90	100	100
An Gia Phu Thinh Joint Stock Company ("Phu Thinh")			50.09	-	99.98	-
			50,09	-	99,98	-

2 | BASIS OF PREPARATION

2.1 Accounting standards and system

The consolidated financial statements of the Group, expressed in Vietnam dong ("VND"), are prepared in accordance with Vietnamese Enterprise Accounting System, Vietnamese Accounting Standards issued by the Ministry of Finance as per:

- Decision No. 149/2001/QD-BTC dated 31 December 2001 on the Issuance and Promulgation of Four Vietnamese Accounting Standards (Series 1);
- Decision No. 165/2002/QD-BTC dated 31 December 2002 on the Issuance and Promulgation of Six Vietnamese Accounting Standards (Series 2);
- Decision No. 234/2003/QD-BTC dated 30 December 2003 on the Issuance and Promulgation of Six Vietnamese Accounting Standards (Series 3);
- Decision No. 12/2005/QD-BTC dated 15 February 2005 on the Issuance and Promulgation of Six Vietnamese Accounting Standards (Series 4); and
- Decision No. 100/2005/QD-BTC dated 28 December 2005 on the Issuance and Promulgation of Four Vietnamese Accounting Standards (Series 5).

Accordingly, the accompanying consolidated financial statements, including their utilisation are not designed for those who are not informed about Vietnam's accounting principles, procedures and practices and furthermore are not intended to present the consolidated financial position and consolidated results of its operations and its consolidated cash flows in accordance with accounting principles and practices generally accepted in countries other than Vietnam.

2.2 Applied accounting documentation system

The applied accounting documentation system is General Journal system.

2.3 Fiscal year

The Group' fiscal year applicable for the preparation of its consolidated financial statements starts on 1 January and ends on 31 December.

2.4 Accounting currency

The consolidated financial statements are prepared in VND which is also the Group's accounting currency.

2.5 Basis of consolidation

The consolidated financial statements comprise the financial statements of the Company and its subsidiaries for the year ended 31 December 2019.

Subsidiary is fully consolidated from the date of acquisition, being the date on which the Group obtains control, and continued to be consolidated until the date that such control ceases.

The financial statements of subsidiaries are prepared for the same reporting period as the Company, using consistent accounting policies.

All intra-company balances, income and expenses and unrealised gains or losses resulting from intra-company transactions are eliminated in full.

Non-controlling interests represent the portion of profit or loss and net assets not held by the Group and are presented separately in the consolidated income statement and within equity in the consolidated balance sheet.

Impact of change in the ownership interest of subsidiaries, without a loss of control, is recorded in undistributed earnings.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

3 | SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

3.1 Cash and cash equivalents

Cash and cash equivalents comprise cash on hand, cash in banks and short-term, highly liquid investments with an original maturity of less than three months that are readily convertible into known amounts of cash and that are subject to an insignificant risk of change in value.

3.2 Inventories

Inventory properties

Inventory properties, comprising mainly real estate properties, acquired or being constructed for sale in the ordinary course of business, rather than to be held for rental or capital appreciation, is held as inventory and is measured at the lower of cost and net realisable value.

Cost includes:

- Land use rights;
- Interest expense is capitalised;
- Construction and development costs; and
- Planning and design costs, costs of site preparation, professional fees for legal services, property transfer taxes, construction overheads and other related costs.

Net realisable value is the estimated selling price in the ordinary course of the business, based on market prices at the balance sheet date and discounted for the time value of money if material, less costs to completion and the estimated costs of sale.

The cost of inventory recognised in the consolidated income statement on disposal is determined with reference to the specific costs incurred on the property sold and an allocation of any non-specific costs based on the relative size of the property sold.

Other inventories

Inventories are stated at the lower of cost incurred in bringing each product to its present location and condition and net realisable value.

Net realisable value represents the estimated selling price in the ordinary course of business less the estimated costs to complete and the estimated costs necessary to make the sale.

The perpetual method is used to record inventories, which are valued as follows:

Merchandise	Cost of purchase on a specific identification basis
Service in progress	Actual cost as incurred

3.3 Receivables

Receivables are presented in the consolidated financial statements at the carrying amounts due from customers and other debtors, after provision for doubtful debts.

The provision for doubtful debts represents amounts of outstanding receivables at the balance sheet date which are doubtful of being recovered. Increases or decreases to the provision balance are recorded as general and administrative expenses in the consolidated income statement.

3.4 Tangible fixed assets

Tangible fixed assets are stated at cost less accumulated depreciation.

The cost of a tangible fixed asset comprises its purchase price and any directly attributable costs of bringing the tangible fixed asset to working condition for its intended use. Expenditures for additions, improvements and renewals are added to the carrying amount of the assets and expenditures for maintenance and repairs are charged to the consolidated income statement as incurred.

When tangible fixed assets are sold or retired, any gain or loss resulting from their disposal (the difference between the net disposal proceeds and the carrying amount) is included in the consolidated income statement.

3.5 Intangible fixed assets

Intangible fixed assets are stated at cost less accumulated amortisation.

The cost of an intangible fixed asset comprises its purchase price and any directly attributable costs of preparing the intangible fixed asset for its intended use. Expenditures for additions, improvements are added to the carrying amount of the assets and other expenditures are charged to the consolidated income statement as incurred.

When intangible fixed assets are sold or retired, any gain or loss resulting from their disposal (the difference between the net disposal proceeds and the carrying amount) is included in the consolidated income statement.

3.6 Depreciation and amortisation

Depreciation of tangible fixed assets and amortisation of intangible fixed assets are calculated on a straight-line basis over the estimated useful life of each asset as follows:

Means of transportation	**8 years**
Office equipment	**3 - 8 years**
Other tangible fixed assets	**5 years**
Computer software	**3 years**
Other intangible fixed assets	**3 years**

3.7 Investment properties

Investment properties are stated at cost including transaction costs less accumulated depreciation. Investment properties held for capital appreciation are not depreciated but subject to impairment review.

Subsequent expenditure relating to an investment property that has already been recognised is added to the net book value of the investment property when it is probable that future economic benefits, in excess of the originally assessed standard of performance of the existing investment property, will flow to the Group.

Depreciation of investment properties are calculated on a straight-line basis over the estimated useful life of each asset. Apartments for lease are depreciated over 40 years.

Investment properties are derecognised when either they have been disposed of or when the investment properties are permanently withdrawn from use and no future economic benefit is expected from its disposal. The difference between the net disposal proceeds and the carrying amount of the assets is recognised in the consolidated income statement in the period of retirement or disposal.

Transfers are made to investment properties when, and only when, there is a change in use, evidenced by ending of owner-occupation, commencement of an operating lease to another party or ending of construction or development. Transfers are made from investment properties when, and only when, there is change in use, evidenced by commencement of owner-occupation or commencement of development with a view to sale. The transfer from investment property to owner-occupied property or inventories does not change the cost or the carrying value of the property for subsequent accounting at the date of change in use.

3.8 Borrowing costs

Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds and recorded as expense during the year in which they are incurred.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

3 | SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

3.9 Prepaid expenses

Prepaid expenses are reported as short-term and long-term prepaid expenses on the consolidated balance sheet and amortised over the year for which the amounts are paid or the year in which economic benefits are generated in relation to these expenses.

The following types of expenses are recorded as prepaid expenses and are amortised from 1 to 3 years or recognised matching with revenue to the consolidated income statement.

- Tools and consumables with large value and can be used for more than one year;
- Office rental;
- Brand development expenses;
- Gallery house; and
- Commission fees.

3.10 Business combination and goodwill

Business combinations are accounted for using the purchase method. The cost of an acquisition is measured as the fair value of the assets given, equity instruments issued and liabilities incurred or assumed at the date of exchange, plus costs directly attributable to the acquisition. Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at fair values at the date of business combination.

Goodwill is initially measured at cost being the excess of the cost of the business combination over the Group's share in the net fair value of the acquiree's identifiable assets, liabilities and contingent liabilities. If the cost of acquisition is less than the fair value of the net assets of the subsidiary acquired, the difference is recognized directly in the consolidated income statement. After initial recognition, goodwill is measured at cost less accumulated amortization. Amortization of goodwill is calculated on a straight-line basis over ten (10) years during which the source embodying economic benefits are recovered by the Group. The Company conducts the periodical review for impairment of goodwill of investment in subsidiaries. If there are indicators of impairment loss incurred is higher than the yearly allocated amount of goodwill on the straight-line basis, the higher amount will be recorded in the consolidated income statement.

3.11 Investments

| Investments in associates

The Group's investments in its associate are accounted for using the equity method of accounting. An associate is an entity in which the Group has significant influence that is neither subsidiaries nor joint venture. The Group generally deems they have significant influence if they have from and above 20% of the voting rights.

Under the equity method, the investment is carried in the consolidated balance sheet at cost plus post acquisition changes in the Group' share of net assets of the associates. Goodwill arising on acquisition of the associate is included in the carrying amount of the investment. Goodwill is not amortised and subject to annual review for impairment. The consolidated income statement reflects the share of the post-acquisition results of operation of the associate.

The share of post-acquisition profit (loss) of the associates is presented on face of the consolidated income statement and its share of post-acquisition movements in reserves is recognised in reserves. The cumulative post-acquisition movements are adjusted against the carrying amount of the investment. Dividend receivable from associates reduces the carrying amount of the investment.

The financial statements of the associates are prepared for the same reporting period and use the same accounting policies as the Group. Where necessary, adjustments are made to bring the accounting policies in line with those of the Group.

| Held-for-trading securities and investments in other entities

Held-for-trading securities and in securities and investments in other entities are stated at their acquisition costs.

| Provision for diminution in value of investments

Provision of the investment is made when there are reliable evidences of the diminution in value of those investments at the balance sheet date.

Increases or decreases to the provision balance are recorded as finance expense in the consolidated income statement.

| Held-to-maturity investments

Held-to-maturity investments are stated at their acquisition costs. After initial recognition, held-to-maturity investments are measured at recoverable amount. Any impairment loss incurred is recognised as expense in the consolidated financial statements and deducted against the value of such investments.

3.12 Payables and accruals

Payables and accruals are recognised for amounts to be paid in the future for goods and services received, whether or not billed to the Group.

3.13 Provisions

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

Provision for warranty obligation of apartments is estimated at from 1% to 2% on value of construction costs of projects.

3.14 Foreign currency transactions

Transactions in currencies other than the Group's reporting currency of VND are recorded at the actual transaction exchange rates at transaction dates which are determined as follows:

- Transaction resulting in receivables are recorded at the buying exchange rates of the commercial banks designated for collection; and
- Transactions resulting in liabilities are recorded at the selling exchange rates of the commercial banks designated for payment.

At the end of the year, monetary balances denominated in foreign currencies are translated at the actual exchange rates at the balance sheet date which are determined as follows:

- Monetary assets are translated at buying exchange rate of the commercial bank where the Group conducts transactions regularly; and
- Monetary liabilities are translated at selling exchange rate of the commercial bank where the Group conducts transactions regularly.

All foreign exchange differences incurred are taken to the consolidated income statement.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

3 | SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

3.15 Appropriation of net profits

Net profit after tax (excluding negative goodwill arising from a bargain purchase) is available for appropriation to shareholders after approval in the annual general meeting, and after making appropriation to reserve funds in accordance with the Company's Charter and Vietnam's regulatory requirements.

3.16 Earnings per share

Basic earnings per share amounts are calculated by dividing net profit after tax for the period attributable to ordinary shareholders of the Company (after adjusting for the bonus and welfare fund) by the weighted average number of ordinary shares outstanding during the period.

Diluted earnings per share amounts are calculated by dividing the net profit after tax attributable to ordinary equity holders of the Company (after adjusting for interest on the convertible preference shares) by the weighted average number of ordinary shares outstanding during the period plus the weighted average number of ordinary shares that would be issued on conversion of all the dilutive potential ordinary shares into ordinary shares.

3.17 Revenue recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Group and the revenue can be reliably measured. Revenue is measured at the fair value of the consideration received or receivable, excluding trade discount, rebate and sales return. The following specific recognition criteria must also be met before revenue is recognised:

| Sale of completed property

A property is regarded as sold when the significant risks and returns have been transferred to the buyer, which is normally on unconditional exchange of contracts. For conditional exchanges, sales are recognised only when all the significant conditions are satisfied.

| Rendering of brokerage service, consultation service and other services

Revenue is recognised when rendering services is rendered and completed.

| Interest income

Revenue is recognised as the interest accrues (taking into account the effective yield on the asset) unless collectability is in doubt.

| Dividends

Income is recognised when the Group's entitlement as an investor to receive the dividend is established.

3.18 Taxation

| Current income tax

Current income tax assets and liabilities for the current and prior periods are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted as at the balance sheet date.

Current income tax is charged or credited to the consolidated income statement, except when it relates to items recognised directly to equity, in which case the deferred current income tax is also dealt with in equity.

Current income tax assets and liabilities are offset when there is a legally enforceable right for the Group to offset current tax assets against current tax liabilities and when the Group intends to settle its current tax assets and liabilities on a net basis.

| Deferred tax

Deferred tax is provided using the liability method on temporary differences at the balance sheet date between the tax base of assets and liabilities and their carrying amount for consolidated financial reporting purposes.

Deferred tax liabilities are recognised for all taxable temporary differences. Deferred tax assets are recognised for all deductible temporary differences, carried forward unused tax credit and unused tax losses, to the extent that it is probable that taxable profit will be available against which deductible temporary differences, carried forward unused tax credit and unused tax losses can be utilised.

The carrying amount of deferred tax assets is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Previously unrecognised deferred income tax assets are re-assessed at each balance sheet date and are recognised to the extent that it has become probable that future taxable profit will allow the deferred tax assets to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled based on tax rates and tax laws that have been enacted at the balance sheet date.

Deferred tax is charged or credited to the consolidated income statement, except when it relates to items recognised directly to equity, in which case the deferred income tax is also dealt with in the equity account. Deferred tax assets and liabilities are offset when there is a legally enforceable right for the Group to offset current tax assets against current tax liabilities and when they relate to income taxes levied on the same taxable entity by the same taxation entity or when the Group intends either settle current tax liabilities and assets on a net basis or to realise the assets and settle the liabilities simultaneously, in each future period in which significant amounts of deferred tax liabilities or assets are expected to be settled or recovered.

3.19 Segment information

A segment is a component determined separately by the Group which is engaged in providing products or related services (business segment), or providing products or services in a particular economic environment (geographical segment), that is subject to risks and returns that are different from those of other segments. As the Group's revenue and profit are derived mainly from real estate business in Vietnam while other sources of revenue are not material as a whole, the management accordingly believed that the Group operates in a sole business segment of real estate. Geographical segment of the Group is in Vietnam only. Accordingly, segment information is not presented.

3.20 Related parties

Parties are considered to be related parties of the Group if one party has the ability to control the other party or exercise significant influence over the other party in making financial and operating decisions, or when the Group and other party are under common control or under common significant influence. Related parties can be enterprise or individual, including close members of the family of any such individual.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

4 | BUSINESS COMBINATION

4.1 Acquisition AGI & HSR and Phu Thinh ("AGI & HSR Sub-Group")

On 30 December 2019, the Company has completely acquired 0.04% shares in AGI & HSR and completed legal procedures to take control over AGI & HSR (formerly was the Group's associate). Accordingly the Group increased its ownership in AGI & HSR from 50.05% to 50.09% and AGI & HSR became a subsidiary of the Group since 30 December 2019. In addition, the Group also took control over Phu Thinh as AGI & HSR owing 99.98% voting right in this company.

The fair value of the identifiable assets and liabilites of AGI & HSR Sub-Group as at the consolidated date are as follows:

	FAIR VALUE RECOGNIZED ON ACQUISITION
	VND
Assets	**3,864,362,841,770**
Inventories	2,606,785,079,958
Short-term receivables	670,141,221,129
Short-term prepaid expenses	462,138,714,071
Cash and cash equivalents	89,694,554,547
Other current assets	21,644,401,348
Deferred tax assets (Note 29.3)	13,958,870,717
Liabilities	**3,544,764,909,078**
Advances from customers	1,141,714,156,715
Short-term liabilities	1,136,452,133,878
Loans	1,049,675,112,042
Other short-term liabilities	67,264,752,093
Other long-term liabilities	47,638,049,860
Deferred tax liabilities (Note 29.3)	102,016,704,490
Non-controlling interest	4,000,000
Total net assets	**319,597,932,692**
Total net assets acquired (50.09%)	**160,086,604,485**
Negative goodwill arising from a bargain purchase	(125,237,173)
CONSIDERATION	**159,961,367,312**
In which:	
Fair value of the investment in AGI & HSR Sub-Group of 50.05% at the acquisition date to obtain control (*)	159,960,767,312
Additional consideration (0.04%)	600,000

(*) The difference of VND 159,960,767,312 between the fair value of the investment in AGI & HSR Sub-Group of 50.05% at the acquisition date and the carrying amount using the equity method of accounting has been recognised to finance income in the consolidated income statement (Note 24.2)

4.2 Additional acquisition of interest in CRE & AGI and Phu Thuan ("CRE & AGI Sub-Group")

On 3 September 2019, the Group has completely acquired additional 49.9% shares in CRE & AGI Sub-Group (formerly was the Group's subsidiaries), at the consideration of VND 748,500,000. Accordingly, the Group's ownership in CRE & AGI Sub-Group increased from 49.9% to 99.80% at acquisition date. The difference of VND 8,049,161,832 between the consideration and the value of acquired assets in CRE & AGI Sub-Group as at the transaction date has been recognised directly to undistribited earnings in the consolidated balance sheet (Note 23.1).

5 | CASH AND CASH EQUIVALENTS

		VND
	ENDING BALANCE	BEGINNING BALANCE
Cash on hand	803,713,762	502,646,706
Cash at banks	87,197,535,370	273,760,590,645
Cash equivalents (*)	50,164,784,316	56,788,000,000
TOTAL	**138,166,033,448**	**331,051,237,351**

(*) Cash equivalents represent short-term bank deposits with original maturities of less than three (3) months, not restricted and earn applicable interest for the Group.

6 | HELD TO MATURITY INVESTMENTS

		VND
	ENDING BALANCE	BEGINNING BALANCE
Short-term deposits in commercial banks (Note 6.1)	140,252,607,068	215,509,602,646
Long-term investments in redeemable preference shares ("RPS") (Note 6.2)	258,949,150,000	-
Long-term investments in bonds (*)	20,000,000,000	-
TOTAL	**419,201,757,068**	**215,509,602,646**

(*) The long-term bonds represented Bond Notes issued by Vietnam Joint Stock Commercial Bank for Industry and Trade. The bonds term is 7 years, and will be matured from 27 September 2026 to 27 October 2026.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

6 | HELD TO MATURITY INVESTMENTS (CONTINUED)

6.1 Short-term held-to-maturity investments

This amount represents short-term deposits in commercial banks with original maturity from six (6) to eight (8) months and earn interest at the applicable rates for the Group.

6.2 Long-term held-to-maturity investments

This amount represents the investments in the RPS which were issued by the related parties. Details are as follows:

ISSUERS OF RPS	ENDING BALANCE		REDEMPTION DATE
	NO. OF SHARES	VALUE VND	
"Gia Khanh Management and Development Joint Stock Company ("Gia Khanh")"	6,909,980	69,099,800,000	*Not later than August 2024*
Hoang An Consultant Joint Stock Company ("Hoang An")	6,209,980	62,099,800,000	
AGI & DDC Consultant Joint Stock Company ("AGI & DDC")	4,605,684	46,056,840,000	*Not later than April 2023*
AGI & GLC Consultant Joint Stock Company ("AGI & GLC")	4,585,797	45,857,970,000	
AGI & HVC Consultant Joint Stock Company ("AGI & HVC")	3,583,474	35,834,740,000	
TOTAL		**258,949,150,000**	

The terms and conditions relevant to the RPS which were issued by the issuers are as follows:

- The redeemable preference shareholders do not carry voting rights;
- At any time, on condition that all the bank loans of the issuers have been repaid or prepaid in full, each redeemable preference shareholders will have the right at its option, to require the issuers to redeem all or part of its RPS on the put redeemable date at the redemption price;
- The issuers may redeem all or a portion of the outstanding RPS, at the option of the issuers, without the consent of the redeemable preference shareholders on the put redeemable date which noted in the Term of RPS;
- So long as any of the RPS are outstanding, the issuers shall, without the approval of the redeemable preference shareholders holding at least 80% of the outstanding RPS (i) not declare, pay or set apart for the payment any dividend on its ordinary shares; (ii) not redeem or purchase any ordinary shares; and (iii) not issue any new shares;
- For any dividend payment period where the issuers declare and pays dividends to its ordinary shareholders, the redeemable preference shareholders shall also be entitled to receive and the issuers shall pay thereon dividends payable annually as calculated from time to time ("floating dividend"); and
- In the case of liquidation or dissolution of the issuers or any distribution of assets of the issuers for the purpose of winding up its affairs, each redeemable preference shareholders shall be entitled to the highest priority to receive the sum of the par value for such RPS, together with all dividends declared and unpaid to the date of distribution, before any amounts shall be paid or any assets of the issuers shall be distributed to the holders of any outstanding shares of the issuers other than the RPS, subject to any distributions which are ranked in the higher priority by law. The redeemable preference shareholders shall not be entitled to share in any further distribution of the property or assets of the issuers.

7 | SHORT-TERM TRADE RECEIVABLES

VND

	ENDING BALANCE	BEGINNING BALANCE
Trade receivables from customers	132,895,880,834	59,007,064,140
Thien An Management and Development Ltd. ("Thien An")	80,137,900,566	-
Gia Hung Real Estate Investment and Development Company Limited ("Gia Hung")	20,535,019,910	-
Individual customers buying apartments	31,741,433,446	59,007,064,140
Others	481,526,912	-
Trade receivables from related parties	-	35,103,241,394
TOTAL	**132,895,880,834**	**94,110,305,534**

8 | SHORT-TERM ADVANCES TO SUPPLIERS

VND

	ENDING BALANCE	BEGINNING BALANCE
Ricons Investment and Construction Joint Stock Company	86,900,000,000	-
Tan Viet Phat Joint Stock Company	11,283,911,170	11,283,911,170
Tan Binh Investment and Construction Corporation	5,000,000,000	5,000,000,000
Others	4,954,587,751	12,436,268,765
TOTAL	**108,138,498,921**	**28,720,179,935**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

9 | LOAN RECEIVABLES

VND

	ENDING BALANCE	BEGINNING BALANCE
Short-term	**476,969,032,877**	**649,742,000,000**
Loan to related parties (Note 30)	367,744,500,000	1,000,000,000
Loans to other parties	109,224,532,877	648,742,000,000
Long-term	-	**189,842,228,979**
Loan to related parties	-	189,842,228,979
TOTAL	**476,969,032,877**	**839,584,228,979**

Details of unsecured loans receivables and earn negotiable market-based interest rate ranging from 6% - 15%, are as follows:

BORROWER	ENDING BALANCE (VND)	REPAYMENT TERM OF PRINCIPAL
Loan to related parties	**367,744,500,000**	
Tan Loc Management and Development Company Limited ("Tan Loc")	240,000,000,000	20 December 2020
Kien Van Consultant Joint Stock Company ("Kien Van")	97,540,000,000	From 15 January 2020 to 29 August 2020
Gia Khanh (*)	16,200,000,000	14 October 2020
AGI & ACT Consultant Joint Stock Company ("AGI & ACT")	10,973,000,000	From 14 March 2020 to 26 April 2020
Gia Linh Real Estate Corporation ("Gia Linh")	2,860,000,000	1 April 2020
An Gia Thinh Vuong Real Estate Investment Corporation ("Thinh Vuong")	171,500,000	8 February 2020
Loans to other parties	**109,224,532,877**	
Thien An	56,304,532,877	Từ ngày 19 tháng 3 năm 2020 đến ngày 7 tháng 8 năm 2020
Hung An Development Company Limited	46,200,000,000	Ngày 26 tháng 7 năm 2020
An Gia Housing Development Joint Stock Company	6,720,000,000	Từ ngày 4 tháng 11 năm 2020 đến ngày 29 tháng 12 năm 2020
TOTAL	**476,969,032,877**	

(*) This lending is pledged by the right to transfer the lending principal into ordinary shares of borrowers.

10 | OTHER RECEIVABLES

VND

	ENDING BALANCE	BEGINNING BALANCE
Short-term	**590,532,728,445**	**177,473,172,227**
Advance for transferring of charter capital/ shares in:	226,975,342,466	130,000,000,000
Thinh Phat Management and Development Joint Stock Company ("Thinh Phat")	130,000,000,000	130,000,000,000
Others	96,975,342,466	-
Deposit for developing of real estate projects	322,588,873,537	-
Van Phat Hung Joint Stock Company	268,678,873,537	-
Others	53,910,000,000	-
Corporate income tax provision	16,755,390,450	-
Interest receivables	10,219,552,584	13,883,501,254
Lending	9,043,320,000	22,058,708,410
Others	4,950,249,408	11,530,962,563
Long-term	**37,381,857,255**	**79,172,963,804**
Deposits	37,001,564,720	2,123,684,720
Interest receivables	380,292,535	13,349,279,084
Lending	-	63,700,000,000
TOTAL	**627,914,585,700**	**256,646,136,031**
Provision for doubtful short-term receivables	-1,610,000,000	-1,610,000,000
NET	**626,304,585,700**	**255,036,136,031**
In which:		
Due from other parties	484,229,480,642	24,855,954,426
Short-term receivables from related parties (Note 30)	143,655,442,659	154,740,902,521
Long-term receivables from related parties (Note 30)	29,662,399	77,049,279,084

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

11 | INVENTORIES

VND

	ENDING BALANCE	BEGINNING BALANCE
Inventories properties in progress	2,582,731,275,190	-
River Panorama 1 (*)	829,783,521,737	-
River Panorama 2 (*)	823,933,700,447	-
Sky 89 (*)	678,505,750,462	-
Signial	250,508,302,544	-
Real estate inventories available for sales	18,098,606,975	51,541,275,248
Service in progress	9,932,027,973	774,283,187
Merchandise	554,363,022	479,284,987
TOTAL	**2,611,316,273,160**	**52,794,843,422**

(*) Land use rights, along with the rights and benefits associated with or arising from the projects, were being pledged as collateral for the Group's long-term loan at Vietnam Joint Stock Commercial Bank for Industry and Trade - Branch 11 Ho Chi Minh City (Note 21.2).

12 | PREPAID EXPENSES

VND

	ENDING BALANCE	BEGINNING BALANCE
Short-term	**455,121,070,636**	**12,222,120,310**
Commission fee	411,891,764,715	-
Gift for customers	19,261,205,781	-
Rental fee of advertising panels	10,444,485,456	11,852,529,303
Gallery house expense	7,728,601,196	-
Others	5,795,013,488	369,591,007
Long-term	**11,905,281,944**	**13,746,587,089**
Office rental	7,588,843,335	12,987,678,105
Brand development cost and consultancy fee	2,128,855,577	278,763,891
Others	2,187,583,032	480,145,093
TOTAL	**467,026,352,580**	**25,968,707,399**

13 | TANGIBLE FIXED ASSETS

VND

	MEANS OF TRANSPORTATION	OFFICE EQUIPMENT	OTHERS TANGIBLE ASSETS	TOTAL
Cost				
Beginning balance	11,400,527,273	830,079,500	-	12,230,606,773
New purchase	6,313,800,000	77,000,000	160,000,000	6,550,800,000
Disposal	(1,517,436,364)	-	-	(1,517,436,364)
Ending balance	16,196,890,909	907,079,500	160,000,000	17,263,970,409
In which:				
Fully depreciated	-	743,724,500	-	743,724,500
Accumulated depreciation				
Beginning balance	(4,693,784,742)	(732,973,318)	-	(5,426,758,060)
Depreciation for the period	(1,690,004,547)	(79,475,388)	(26,666,670)	(1,796,146,605)
Disposal	683,747,175	-	-	683,747,175
Ending balance	(5,700,042,114)	(812,448,706)	(26,666,670)	(6,539,157,490)
Net carrying amount				
Beginning balance	6,706,742,531	97,106,182	-	6,803,848,713
Ending balance	10,496,848,795	94,630,794	133,333,330	10,724,812,919
In which:				
Pledged as loans security (Note 21.2)	7,449,545,029	-	-	7,449,545,029

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

14 | INVESTMENT PROPERTIES

VND

	APARTMENTS FOR LEASE	APARTMENTS HELD FOR CAPITAL APPRECIATION	TOTAL
Cost			
Beginning balance	28,411,997,141	16,961,131,755	45,373,128,896
Increase during the year	220,660,745	164,573,433	385,234,178
Ending balance	28,632,657,886	17,125,705,188	45,758,363,074
Accumulated depreciation			
Beginning balance	(429,031,052)	-	(429,031,052)
Depreciation for the year	(703,736,253)	-	(703,736,253)
Ending balance	(1,132,767,305)	-	(1,132,767,305)
Net carrying amount			
Beginning balance	27,982,966,089	16,961,131,755	44,944,097,844
Ending balance	27,499,890,581	17,125,705,188	44,625,595,769

Additional disclosures:

The rental income and operating expenses relating to investment properties were presented as follows:

VND

	CURRENT YEAR	PREVIOUS YEAR
Rental income from investment properties	1,078,390,691	660,132,446
Direct operating expenses of investment properties that generated rental income during the year	(703,736,253)	(375,604,010)

The future annual rental receivable under the operating leases is disclosed in Note 31.

The fair value of the investment properties had not yet been formally assessed and determined as at 31 December 2019. However, based on the current occupancy rate and the market value of these properties, management believes that these properties' fair values are higher than their carrying values at the balance sheet date.

15 | LONG-TERM INVESTMENTS

VND

	ENDING BALANCE	BEGINNING BALANCE
Investments in associates (Note 15.1)	57,388,677,241	-
Investments in other entities (Note 15.2)	247,638,500,000	129,248,500,000
Held-to-maturity investments (Note 6)	278,949,150,000	-
TOTAL	**583,976,327,241**	**129,248,500,000**

15.1 Investments in associates

NAME	OPERATING	STATUS	31 DECEMBER 2019	
			% VOTING RIGHT	VALUE (VND)
Hoang An	*Operational and finance management consultancy*	*Operating*	**45.01**	56,038,227,241
AGI & GLC			**30.01**	450,150,000
AGI & HVC			**30.01**	450,150,000
AGI & DDC			**30.01**	450,150,000
Gia Khanh			**45.01**	-
TOTAL				**57,388,677,241**

Detail of investments in associates are as follows:

VND

	TOTAL
Cost of investment:	
Beginning balance	750,750,000
Increase during the year	3,150,850,000
Decrease due to business combination	(750,750,000)
Ending balance	3,150,850,000
Accumulated share in post-acquisition (loss) profit of the associates:	
Beginning balance	(750,750,000)
Share profit of the associates for the year	54,237,827,241
Decrease due to business combination	750,750,000
Ending balance	54,237,827,241
Net carrying amount:	
Beginning balance	-
Ending balance	57,388,677,241

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

15 | LONG-TERM INVESTMENTS (CONTINUED)

15.2 Investments in other entities

NAME	BUSINESS ACTIVITIES	STATUS	ENDING BALANCE		BEGINNING BALANCE	
			% Voting right (%)	Cost of investment (VND'000)	% Voting right (%)	Cost of investment (VND'000)
AGI & ACT	Operational and finance management consultancy	Operating	-	129,248,500	-	129,248,500
An Tuong Investment Trading and Development Joint Stock Company ("An Tuong")	Operational and finance management consultancy	Operating	-	118,000,000	* -	-
			19.5	390,000	-	-
TỔNG CỘNG				**247,638,500**		**129,248,500**

(*) The investment in AGI & ACT and An Tuong in form of RPS.
Terms and conditions are as the same with terms and conditions of RPS which disclosed in Note 6.2, excepted that these RPS are not defined the redemption date from the issuers.

16 | SHORT-TERM TRADE PAYABLES

VND

	ENDING BALANCE	BEGINNING BALANCE
Trade payables to suppliers	461,794,471,729	168,241,726,462
Ricons Construction Investment Joint Stock Company	452,792,640,623	162,851,993,025
Other suppliers	9,001,831,106	5,389,733,437
Trade payables to a related party (Note 30)	4,281,103,804	1,154,023,071
TOTAL	**466,075,575,533**	**169,395,749,533**

17 | SHORT-TERM ADVANCES FROM CUSTOMERS

VND

	ENDING BALANCE	BEGINNING BALANCE
Individual customers - purchasing apartments	1,141,714,156,715	3,551,668,672
Covestcons Company Limited - purchasing apartments	130,000,000,000	130,000,000,000
TOTAL	**1,271,714,156,715**	**133,551,668,672**

18 | STATUTORY OBLIGATION

VND

	BEGINNING BALANCE	INCREASE IN YEAR	DECREASE IN YEAR	INCREASE DUE TO BUSINESS ACQUISITION	ENDING BALANCE
Corporate income tax	141,226,114,053	30,368,626,946	(146,226,114,053)	4,736,337,090	30,104,964,036
Personal income tax	367,339,263	8,087,932,614	(7,154,284,857)	94,500,000	1,395,487,020
Value added tax	132,078,745	19,726,857,786	(19,755,215,668)	-	103,720,863
Others	-	1,562,410,759	(575,466,008)	277,344,819	1,264,289,570
TOTAL	**141,725,532,061**	**59,745,828,105**	**(173,711,080,586)**	**5,108,181,909**	**32,868,461,489**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

19 | SHORT-TERM ACCRUED EXPENSES

VND

	ENDING BALANCE	BEGINNING BALANCE
Short-term	**127,407,836,301**	**69,318,288,674**
Consultancy and commission fee	50,634,633,829	14,199,831,441
Project transferring expenses	29,260,746,522	29,260,746,522
Interest expenses	14,939,159,853	7,100,809,637
Bonus to employees	11,892,246,972	8,000,000,000
Expense for project development	5,462,672,927	-
Others	15,218,376,198	10,756,901,074
Long-term	**24,457,645,798**	-
Interest expenses	24,457,645,798	-
TOTAL	**151,865,482,099**	**69,318,288,674**
In which:		
Due to other parties - short term	124,025,610,453	55,199,770,069
Due to related parties - short-term (Note 30)	3,382,225,848	14,118,518,605
Due to a related party - long-term (Note 30)	24,457,645,798	-

20 | OTHER SHORT-TERM PAYABLES

VND

	ENDING BALANCE	BEGINNING BALANCE
Deposits received from customers purchasing apartments	751,554,708,938	-
Borrowing	60,000,000,000	-
Payables to customers terminated contracts	11,334,574,518	2,095,422,707
Dividend payable to non-controlling interest	-	232,152,251,813
Advance received for selling trading bonds	-	149,000,000,000
Receipt on behalf	-	129,700,000,000
Others	5,800,780,407	19,253,892,656
TOTAL	**828,690,063,863**	**532,201,567,176**
In which:		
Due to other parties	768,690,063,863	166,814,967,452
Due to a related party (Note 30)	60,000,000,000	365,386,599,724

21 | LOANS

VND

	ENDING BALANCE	BEGINNING BALANCE
Short-term	**262,363,751,748**	**255,375,757,397**
Current portion of loans from banks (Note 21.2)	178,799,200,000	838,800,000
Shor-term loans from related parties (Note 30)	75,200,000,000	254,536,957,397
Short-term loans from a bank (Note 21.1)	8,364,551,748	-
Long-term	**808,088,662,042**	**107,143,400,000**
Long-term loans from banks (Note 21.2)	522,396,562,042	239,400,000
Long-term loan from a related party (Note 30)	285,692,100,000	106,904,000,000
TOTAL	**1,070,452,413,790**	**362,519,157,397**

Movement of loans are as follows:

VND

	CURRENT YEAR	PREVIOUS YEAR
Beginning balance	362,519,157,397	329,486,700,000
Drawdown of borrowings	1,016,940,493,465	328,196,957,397
Increase due to business combination	688,684,508,607	-
Repayment of borrowings	(997,631,945,679)	(208,504,500,000)
Unrealised foreign exchange differences	(59,800,000)	4,300,000,000
Transfer to share capital	-	(93,420,000,000)
Foreign exchange differences	-	2,460,000,000
Ending balance	**1,070,452,413,790**	**362,519,157,397**

21.1 Short-term loans from a bank

The short-term loan from a bank is for financing working capital and bearing a negotiate market-based interest. Details are as follows:

BANK	ENDING BALANCE (VND)	PRINCIPAL REPAYMENT TERM
Joint Stock Commercial Bank for Foreign Trade of Vietnam - Ky Dong Branch	8,364,551,748	30 September 2020

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

21 | LOANS (CONTINUED)

21.2 Long-term loans from banks

BANKS	ENDING BALANCE (VND)	PRINCIPAL REPAYMENT TERM	PURPOSE	DESCRIPTION OF COLLATERALS	INTEREST
VIETNAM JOINT STOCK COMMERCIAL BANK FOR INDUSTRY AND TRADE					
Loan 1	696,577,212,042	From January 2020 to August 2023	Payment for the development cost of Phu Thuan Ward's Residential Compound project	Property rights and benefits associated with or arising from the Phu Thuan Ward Residential Compound project	Negotiable market-based interest
Loan 2	239,400,000	From 27 January 2020 to 27 June 2020	Purchase of means of transportation	Means of transportation	
In which:					
Current portion	177,839,400,000				
UNITED OVERSEAS BANK	4,379,150,000	From 5 January 2020 to 20 December 2024	Purchase of means of transportation	Means of transportation	
In which:					
Current portion	959,800,000				
TOTAL	**701,195,762,042**				
In which:					
Current portion	178,799,200,000				
Long-term portion	522,396,562,042				

22 | LONG-TERM PROVISIONS

The balance represents the provision for apartment warranty for apartments completed and handed over as at the balance sheet date at range from 1% to 2% of construction cost, based on different features of projects and the management's practical experience.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

23 | OWNERS' EQUITY

23.1 Increase and decrease in owners' equity

VND

	SHARE CAPITAL	SHARE PREMIUM	UNDISTRIBUTED EARNINGS	NON-CONTROLLING INTERESTS	TOTAL
PREVIOUS YEAR					
Beginning balance	105,263,160,000	40,236,858,200	27,545,762,881	15,694,207,225	188,739,988,306
Issuance of shares for convertible bonds	26,315,790,000	67,104,210,000	-	-	93,420,000,000
Issuance of shares from share premium	35,921,050,000	(35,921,050,000)	-	-	-
Issuance of dividend shares	42,500,000,000	-	(42,500,000,000)	-	-
Issuance of shares	240,000,000,000	-	-	-	240,000,000,000
Increase due to disposal of investments	-	-	-	3,728,161,166	3,728,161,166
Dividend for non-controlling interests	-	-	-	(252,342,875,286)	(252,342,875,286)
Net profit for the year	-	-	292,640,552,761	273,161,361,911	565,801,914,672
ENDING BALANCE	**450,000,000,000**	**71,420,018,200**	**277,686,315,642**	**40,240,855,016**	**839,347,188,858**
CURRENT YEAR					
Beginning balance	450,000,000,000	71,420,018,200	277,686,315,642	40,240,855,016	839,347,188,858
Issuance of shares under the Employee Stock Ownership Plan ("ESOP")	18,200,000,000	18,200,000,000	-	-	36,400,000,000
Issuance of shares from undistributed earnings	231,800,000,000	-	(231,800,000,000)	-	-
Issuance of shares to strategic investors	50,000,000,000	90,000,000,000	-	-	140,000,000,000
Increase due to business acquisition	-	-	-	159,519,323,049	159,519,323,049
Change of equity interest in subsidiaries (Note 4.2)	-	-	(8,049,161,832)	7,300,661,832	(748,500,000)
Dividend for non-controlling interest	-	-	-	(54,295,623,457)	(54,295,623,457)
Net profit for the year	-	-	326,497,011,845	6,730,545,599	333,227,557,444
ENDING BALANCE	**750,000,000,000**	**179,620,018,200**	**364,334,165,655**	**159,495,762,039**	**1,453,449,945,894**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

23 | OWNERS' EQUITY (CONTINUED)

23.2 Share capital

	ENDING BALANCE			BEGINNING BALANCE		
	Number of shares	Amount VND'000	% owner -ship	Number of shares	Amount VND'000	% owner -ship
Truong Giang Management and Investment Joint Stock Company	27,000,000	270,000,000	36.00	-	-	-
Creed Investment VN-1 Limited ("Creed")	9,082,999	90,829,990	12.11	9,000,000	90,000,000	20.00
Others (hold under 5% of shares)	38,917,001	389,170,010	51.89	36,000,000	360,000,000	80.00
TOTAL	**75,000,000**	**750,000,000**	**100**	**45,000,000**	**450,000,000**	**100**

Par value of share: VND 10,000/share. Shareholders holding common shares of the Company are entitled to receive dividends declared by the Company. Each common stock represents a voting right, without restriction.

23.3 Capital transactions with owners

VND

	CURRENT YEAR	PREVIOUS YEAR
Contributed capital		
Beginning balance	450,000,000,000	105,263,160,000
Insurance of share under ESOP (i)	18,200,000,000	-
Issuance of shares from undistributed earnings (ii)	231,800,000,000	-
Insurance of shares (iii)	50,000,000,000	240,000,000,000
Dividends shares	-	42,500,000,000
Issuance of shares from share premium	-	35,921,050,000
Issuance of shares for convertible bonds	-	26,315,790,000
ENDING BALANCE	**750,000,000,000**	**450,000,000,000**
Dividends declared during the year		
Dividends on ordinary shares		
Dividends by share declared	-	42,500,000,000
Dividends paid during the year		
Dividend paid to non-controlling interests	286,447,875,270	20,190,623,473

(i) On 20 March 2019, the Company issued additional 1,820,000 ordinary shares at the price of VND 20,000/share to its key executives under ESOP program in accordance with the General Meeting Resolution No. 04/2019/QD-AGI-PL dated 20 March 2019. On 21 March 2019, the DPI of Ho Chi Minh City issued the 9th amended ERC approving the said increase up to VND 468,200,000,000 in share capital.

(ii) On 28 March 2019, the Company issued 23,180,000 ordinary shares at the ratio of 49.5% (1000:495) to increase share capital from the undistributed earnings in accordance with the General Meeting Resolution No. 05/2019/QD-AGI-PL date 28 March 2019. On 29 March 2019, the DPI of Ho Chi Minh City issued the 10th amended ERC approving the said increase up to VND 700,000,000,000 in share capital.

(iii) On 28 August 2019, the Company's Shareholders approved and issued the General Meeting Resolution No. 12/2019/QD-AGI-PL regarding the issuance of 5,000,000 ordinary shares to strategic investors at the price of VND 28,000/share. The aforementioned transaction was completed on 25 September 2019. On 26 September 2019, DPI of Ho Chi Minh City issued the 12th amended ERC approving the said increase up to VND 750,000,000,000 in share capital.

23.4 Shares

	NUMBER OF SHARES	
	ENDING BALANCE	BEGINNING BALANCE
Authorised shares	75,000,000	45,000,000
Issued shares		
Issued and paid-up shares		
Ordinary shares	75,000,000	45,000,000
Shares in circulation		
Ordinary shares	75,000,000	45,000,000

23.5 Earning per shares

Basic and diluted earnings per share are calculated as follows:

	CURRENT YEAR	PREVIOUS YEAR
Net profit attributable to ordinary shareholders (VND)	326,497,011,845	292,640,552,761
Weighted average number of ordinary shares adjusted during the year (i)	70,948,548	28,952,124
Earnings per share (VND)		
Basic earnings per share	4,602	10,108
Diluted earnings per share	4,602	10,108

(i) (i) The weighted average number of shares in circulation for the year ended 31 December 2018 were adjusted to reflect the issuance of shares from undistributed earnings at ratio of 49.5% (1000:495) to the Company's existing shareholders in 2019.
There have been no dilutive potential ordinary shares during the year and up to the date of these consolidated financial statements.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

24 | REVENUE

24.1 Revenue from sale of goods and rendering of services

VND

	CURRENT YEAR	PREVIOUS YEAR
Gross revenue	**384,626,718,133**	**1,126,585,482,301**
In which:		
Rendering of consulting service	155,457,870,857	53,438,698,978
Rendering of brokerage and marketing services	120,764,215,334	11,244,501,728
Revenue from sale of apartments	104,821,258,462	1,048,633,252,819
Rendering of other services	3,583,373,480	13,269,028,776
Deduction	**-**	**(1,173,653,331)**
TOTAL	**384,626,718,133**	**1,125,411,828,970**
In which:		
Sales to others	364,229,605,226	1,020,163,074,690
Sales to related parties	20,397,112,907	105,248,754,280

24.2 Finance income

VND

	CURRENT YEAR	PREVIOUS YEAR
Gains from increase in fair value of the investment (Note 4.1)	159,960,767,312	-
Interest income	52,504,767,416	41,821,984,539
Gain from disposal of investments	-	11,576,167,335
Others	185,039,034	345,219,584
TOTAL	**212,650,573,762**	**53,743,371,458**

25 | COST OF GOODS SOLD AND SERVICES RENDERED

VND

	CURRENT YEAR	PREVIOUS YEAR
Cost of apartments sold	51,308,597,235	655,766,019,205
Cost of consulting service rendered	24,887,606,822	10,894,936,391
Cost of brokerage and marketing services rendered	18,147,287,532	42,308,544,014
Cost of other services rendered	9,364,594,172	15,046,731,981
TOTAL	**103,708,085,761**	**724,016,231,591**

26 | FINANCE EXPENSES

VND

	CURRENT YEAR	PREVIOUS YEAR
Interest expenses	38,468,986,456	18,035,740,217
Foreign exchange losses	136,000,000	6,850,433,106
Others	1,372,276,819	2,448,279,865
TOTAL	**39,977,263,275**	**27,334,453,188**

27 | SELLING EXPENSES AND GENERAL AND ADMINISTRATIVE EXPENSES

VND

	CURRENT YEAR	PREVIOUS YEAR
Selling expenses	**6,188,087,324**	**49,073,551,748**
Commission and gallery house expenses	4,907,280,472	47,270,051,708
Others	1,280,806,852	1,803,500,040
General and administrative expenses	**127,781,581,226**	**64,281,876,902**
External services expenses	71,136,297,518	26,120,317,049
Labor cost	50,443,069,509	32,018,291,420
Depreciation and amortisation expenses	1,927,884,101	1,883,203,658
Others	4,274,330,098	4,260,064,775
TOTAL	**133,969,668,550**	**113,355,428,650**

28 | OPERATING COST

VND

	CURRENT YEAR	PREVIOUS YEAR
External services expenses	94,190,865,522	115,698,912,771
Labor cost	75,330,676,331	34,257,884,426
Cost of apartments sold	51,308,597,235	655,766,019,205
Depreciation and amortisation expenses	2,677,537,025	2,296,289,810
Others	14,170,078,198	29,352,554,029
TOTAL	**237,677,754,311**	**837,371,660,241**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

29 | CORPORATE INCOME TAX

The CIT rate applicable to the Company and its subsidiaries is 20% of taxable income.

The tax returns filed by the the Company and its subsidiaries are subject to examination by the tax authorities. Because the application of tax laws and regulations to many types of transactions is susceptible to varying interpretations, the amounts reported in the consolidated financial statements could be changed at a later date upon final determination by the tax authorities.

29.1 CIT expense

VND

	CURRENT YEAR	PREVIOUS YEAR
Current tax expense	30,368,626,946	146,902,396,947
Adjustment for under accrual of tax from prior years	-	831,251,009
Deferred tax expense (income)	3,266,776,879	(11,358,845,388)
TOTAL	**33,635,403,825**	**136,374,802,568**

Reconciliation between CIT expense and the accounting profit multiplied by CIT rate is presented below:

VND

	CURRENT YEAR	PREVIOUS YEAR
Accounting profit before tax	**367,790,234,043**	**702,176,717,240**
At CIT rate applicable to the Company and its subsidiaries	73,558,046,808	140,435,343,448
Adjustments:		
Non-deductible expenses	886,043,264	5,735,453,365
Adjustments for under accrual from prior years	-	831,251,009
(Profit) loss from associates	(11,033,020,003)	150,000
Gain from increase in fair value of the investment	(32,017,200,897)	(2,315,233,467)
Unrecognised deferred tax assets	1,273,636,283	(5,195,264,425)
Unrecognised deferred tax asset for tax loss	967,898,370	61,425,045
Tax loss carried forward	-	(3,178,322,407)
CIT EXPENSE	**33,635,403,825**	**136,374,802,568**

29.2 Current tax

The current tax payable is based on taxable income for the current year. The taxable income of the Company for the year differs from the profit as reported in the consolidated income statement because it excludes items of income or expense that are taxable or deductible in other periods and it further excludes items that are not taxable or deductible. The Group' liability for current tax is calculated using tax rates that have been enacted by the balance sheet date.

29.3 Deferred tax

The following are the deferred tax assets recognised by the Group, and the movements thereon, during the current year and previous year as follows:

VND

	CONSOLIDATED BALANCE SHEET		CONSOLIDATED INCOME STATEMENT	
	ENDING BALANCE	BEGINNING BALANCE	CURRENT YEAR	PREVIOUS YEAR
DEFERRED TAX ASSETS				
Operating expenses have yet treated as deductible expenses (Note 4.1)	13,958,870,717	-	-	-
Unrealised profit	8,092,068,509	11,358,845,388	(3,266,776,879)	11,358,845,388
	22,050,939,226	**11,358,845,388**	**(3,266,776,879)**	**11,358,845,388**
DEFERRED TAX LIABILITY				
Difference in fair value of net assets due to business combination (Note 4.1)	**(102,016,704,490)**	**-**	**-**	**-**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

30 | TRANSACTIONS WITH RELATED PARTIES

| Significant transactions with related parties during the current year and previous year were as follows:

VND

RELATED PARTIES	RELATION-SHIP	TRANSACTIONS	CURRENT YEAR	PREVIOUS YEAR
Hoang An	Associate	Lending	630,540,200,000	-
		Lending collection	444,640,000,000	-
		Purchase of RPS	62,099,800,000	-
		Interest expenses	9,847,881,095	-
		Capital contribution	900,200,000	-
Gia Khanh	Associate	Lending	168,815,800,000	-
		Lending collection	152,615,800,000	-
		Purchase of RPS	69,099,800,000	-
		Interest income	3,062,457,123	-
		Loan received	1,500,000,000	-
		Capital contribution	900,200,000	-
Gia Linh	Related party	Lending collection	148,029,450,000	-
		Loan received	73,000,000,000	-
		Loan repayment	73,000,000,000	-
		Interest income	6,015,937,260	-
		Lending	2,860,000,000	-
An Tuong	Related party	Lending	180,000,000,000	-
		Lending collection	180,000,000,000	-
		Purchase of RPS	118,000,000,000	-
		Borrowing received	60,000,000,000	-
		Payment on behalf	7,057,120,000	-
Dang Duong Real Estate Development Corporation *("Dang Duong")*	Related party	Lending collection	102,523,000,000	-
		Loan received	79,500,000,000	-
		Loan repayment	79,500,000,000	-
		Lending	52,000,000,000	-
Hoosiers	Shareholder	Loan repayment	186,056,000,000	-
		Interest expenses	8,280,715,066	9,975,148,912
Hung Vuong Real Estate Management and Development Corporation *("Hung Vuong")*	Related party	Loan received	67,037,650,000	-
		Loan repayment	67,037,650,000	-
		Lending collection	30,430,000,000	-
		Lending	30,000,000,000	-
Tan Loc	Related party	Lending	240,000,000,000	-
AGI & DDC	Associate	Purchase of RPS	46,056,840,000	-
		Lending collection	19,290,000,000	-
AGI & GLC	Associate	Purchase of RPS	45,857,970,000	-
		Lending collection	19,290,000,000	-
AGI & HVC	Associate	Purchase of RPS	35,834,740,000	-
		Lending collection	18,775,000,000	-
		Loan received	2,000,000,000	-
		Loan repayment	2,000,000,000	-
Creed	Shareholder	Service fee	4,676,094,696	-
Gia Hung *(until May 2019)*	Common key personnel	Revenue from selling real estates	61,630,130,139	-
Nam Hung Real Estate Corporation *("Nam Hung")*	Common key personnel	Brokerage fee	20,094,000,813	41,800,243,869
Phuoc Loc Investment Construction Tourism Corporation *("Phuoc Loc")*	Related party	Loan received	103,700,000,000	-
		Loan repayment	30,000,000,000	-
		Lending	12,739,793,404	-
		Lending collection	12,739,793,404	-

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

30 | TRANSACTIONS WITH RELATED PARTIES (CONTINUED)

| Significant transactions with related parties during the current year and previous year were as follows: (continued)

VND

RELATED PARTIES	RELATION-SHIP	TRANSACTIONS	CURRENT YEAR	PREVIOUS YEAR
AGI & ACT	Related party	Lending	10,973,000,000	65,932,500,000
Thinh Phat	Related party	Loan received	5,000,000,000	-
		Loan repayment	5,000,000,000	-
AGI & HSR *(until 30 December 2019)*	Associate	Interest income	9,851,124,978	9,038,090,536
Kien Van	Related party	Lending	97,540,000,000	-
		Interest income	4,435,850,959	-
Mr Nguyen Ba Sang	Chairman	Advance	4,196,652,086	101,685,347,917
		Contract termination fee	3,592,328,767	-
		Lending	3,413,007,096	6,016,671,106
Mr Nguyen Trung Tin	Vice chairman	Lending, advance	7,573,772,000	36,695,080,000

| Amounts due from and due to related parties at the balance sheet dates were as follows:

VND

RELATED PARTIES	RELATION-SHIP	TRANSACTIONS	ENDING BALANCE	BEGINNING BALANCE
PHẢI THU VỀ CHO VAY NGẮN HẠN				
Tan Loc	Related party	Lending	240,000,000,000	-
Kien Van	Related party	Lending	97,540,000,000	-
Gia Khanh	Associate	Lending	16,200,000,000	-
AGI & ACT	Related party	Lending	10,973,000,000	-
Gia Linh	Associate	Lending	2,860,000,000	-
Thinh Vuong	Related party	Lending	171,500,000	-
Nam Hung	Common key personnel	Lending	-	1,000,000,000
			367,744,500,000	**1,000,000,000**
OTHER SHORT-TERM RECEIVABLES				
AGI & ACT	Related party	Advance	130,000,000,000	130,000,000,000
		Interest receivable	451,992,822	-
		Lending	-	10,000,000
An Tuong	Related party	Payment on behalf	7,065,120,000	-
		Interest receivable	17,753,425	-
Kien Van	Related party	Interest receivable	4,435,850,959	-
		Lending	10,000,000	-
Tan Loc	Related party	Interest receivable	789,041,096	-
Gia Khanh	Associate	Interest receivable	269,958,904	-
Gia Linh	Related party	Interest receivable	170,378,081	-
Dang Duong	Related party	Interest receivable	100,923,890	-
Mr Nguyen Trung Tin	Vice chairman	Lending, advance	-	2,151,500,002
Other related parties	Related party	Lending, advance, interest receivable	344,423,482	22,579,402,519
			143,655,442,659	**154,740,902,521**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

30 | TRANSACTIONS WITH RELATED PARTIES (CONTINUED)

| Amounts due from and due to related parties at the balance sheet dates were as follows (continued):

VND

RELATED PARTIES	RELATION-SHIP	TRANSACTIONS	ENDING BALANCE	BEGINNING BALANCE
OTHER LONG-TERM RECEIVABLES				
Nam Hung	Common key personnel	Interest receivable	29,662,399	-
Mr Nguyen Ba Sang	Chairman	Lending	-	60,000,000,000
AGI & HSR	Associate	Interest receivable	-	13,349,279,084
Ms Ho Thi Nguyet Anh	Related party	Lending	-	2,000,000,000
Ms Nguyen Huong Giang	Related party	Lending	-	1,700,000,000
			29,662,399	**77,049,279,084**
SHORT-TERM TRADE PAYABLE				
Nam Hung	Common key personnel	Brokerage fee	**(4,281,103,804)**	**(1,154,023,071)**
SHORT-TERM ACCRUED EXPENSES				
Creed	Shareholder	Consulting service	(2,824,910,779)	-
Phuoc Loc	Related party	Interest expenses	(507,260,273)	-
Gia Khanh	Associate	Interest expenses	(50,054,796)	-
Nam Hung	Common key personnel	Brokerage service	-	(7,017,708,968)
Phu Thinh (until 30 December 2019)	Related party	Interest expenses	-	(2,440,075,390)
Hoosiers	Shareholder	Interest expenses	-	(4,660,734,247)
			(3,382,225,848)	**(14,118,518,605)**

VND

RELATED PARTIES	RELATION-SHIP	TRANSACTIONS	ENDING BALANCE	BEGINNING BALANCE
PHẢI TRẢ NGẮN HẠN KHÁC				
An Tuong	Related party	Borrowing	(60,000,000,000)	-
Creed	Shareholder	Dividend	-	(231,826,198,627)
Mr Nguyen Ba Sang	Chairman	Receipt on behalf	-	(85,000,000,000)
		Dividend	-	(326,053,186)
Mr Nguyen Trung Tin	Vice chairman	Received on behalf	-	(44,700,000,000)
		Payment on behalf	-	(40,000,000)
Phu Thinh	Related party	Deposits received	-	(3,414,347,911)
Ms Nguyen Huong Giang	Related party	Payment on behalf	-	(80,000,000)
			(60,000,000,000)	**(365,386,599,724)**
LONG-TERM ACCRUED EXPENSE				
Hoosiers	Shareholder	Loan interest	**(24,457,645,798)**	**-**
SHORT-TERM LOAN				
Phuoc Loc	Related party	Unsecured loan	(73,700,000,000)	-
Gia Khanh	Associate	Unsecured loan	(1,500,000,000)	-
Phu Thinh	Related party	Loan	-	(68,616,957,397)
Hoosiers	Shareholder	Loan	-	(185,920,000,000)
			(75,200,000,000)	**(254,536,957,397)**

Details are as follows:

LENDER	ENDING BALANCE (VND)	PRINCIPAL REPAYMENT TERM	PURPOSE	INTEREST
Phuoc Loc	73,700,000,000	*From 14 November 2020 to 30 December 2020*	Financing working capital	Negotiate market-based interest
Gia Khanh	1,500,000,000	*12 June 2020*		
TOTAL	**75,200,000,000**			

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

30 | TRANSACTIONS WITH RELATED PARTIES (CONTINUED)

| Amounts due from and due to related parties at the balance sheet dates were as follows (continued):

VND

RELATED PARTIES	RELATION-SHIP	TRANSACTIONS	ENDING BALANCE	BEGINNING BALANCE
Long-term loan				
Hoosiers	Shareholder	Loan	(285,692,100,000)	(106,904,000,000)

Details of the long-term loans from a related party for financing working capital to develop real estate projects and bearing negotiate market-based interest, are as follows:

LENDER	ENDING BALANCE		PRINCIPAL REPAYMENT TERM	DESCRIPTION OF COLLATERALS
	VND	ORIGINAL CURRENCY US DOLLAR		
Hoosiers - Loan 1	178,847,900,000	7,700,000	*5 June 2022*	Unsecured loan
Hoosiers - Loan 2	106,844,200,000	4,600,000	*5 June 2022*	22,500 shares of AGI & HSR owned by the Company
TOTAL	**285,692,100,000**	**12,300,000**		

| Transactions with other related parties

Remuneration to members of the Board of Directors and Management:

VND

	CURRENT YEAR	PREVIOUS YEAR
Remuneration of Board of Directors	444,444,448	-
Management's allowance	6,389,672,806	5,225,388,520
TOTAL	**6,834,117,254**	**5,225,388,520**

31 | COMMITMENTS

Operating lease commitment (lessor)

The Group lets out commercial area under operating lease arrangement. The future minimum rental receivables as at the balance sheet dates under the operating lease agreements are as follows:

VND

	ENDING BALANCE	BEGINNING BALANCE
Less than 1 year	2,048,589,490	1,749,440,779
From 1 - 5 years	6,018,312,536	10,317,038,969
More than 5 years	-	11,066,884,612
TOTAL	**8,066,902,026**	**23,133,364,360**

Capital commitments

As at 31 December 2019, the Group has a commitment of VND 2,498,700,00 (As at 31 December 2018: VND 5,998,800,000) related to investment to subsidiaries.

32 | EVENT AFTER THE BALANCE SHEET DATE

There is no matter or circumstance that has arisen since the balance sheet date that requires adjustment or disclosure in the consolidated financial statements of the Group.

Nguyen Thi My Nhung
Preparer

Nguyen Thanh Chau
Chief Accountant

Nguyen Ba Sang
General Director

23 March 2020

BETTER AND MORE

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