

Số: 29/2025/CV-AGI-IR

Tp.HCM, ngày 25 tháng 04 năm 2025

CÔNG BỐ THÔNG TIN ĐỊNH KỲ

Kính gửi: - Ủy ban Chứng khoán Nhà nước
- Sở Giao dịch Chứng khoán thành phố Hồ Chí Minh

1. Tên tổ chức: **CÔNG TY CỔ PHẦN ĐẦU TƯ VÀ PHÁT TRIỂN BẤT ĐỘNG SẢN AN GIA**

Mã chứng khoán : **AGG**

Địa chỉ : 60 Nguyễn Đình Chiểu, Phường Đa Kao, Quận 1, TP. HCM

Điện thoại liên hệ : 028 3930 3366

Email : ir@angia.com.vn

2. Nội dung thông tin công bố: Nghị quyết HĐQT số 08/2024/NQ-AGI-PL ngày 25/04/2025 thông qua và ban hành tài liệu họp ĐHĐCĐ thường niên năm 2025.

3. Thông tin này đã được công bố trên trang thông tin điện tử của công ty vào ngày 25/04/2025 tại đường dẫn <https://angia.com.vn/vi/quan-he-dau-tu.html>.

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

Đại diện tổ chức

Người UQ CBTT

(Ký, ghi rõ họ tên, chức vụ, đóng dấu)



NGUYỄN THÀNH CHÂU

Số/No.: 08/2025/NQ-AGI-PL

TP. Hồ Chí Minh, ngày 25 tháng 04 năm 2025
Ho Chi Minh City, 25th April 2025

**NGHỊ QUYẾT
HỘI ĐỒNG QUẢN TRỊ
CÔNG TY CỔ PHẦN ĐẦU TƯ VÀ PHÁT TRIỂN BẤT ĐỘNG SẢN AN GIA**

**RESOLUTION
OF THE BOARD OF DIRECTORS
OF AN GIA REAL ESTATE INVESTMENT AND DEVELOPMENT CORPORATION**

- Căn cứ Luật Doanh nghiệp số 59/2020/QH14 ngày 17/06/2020 và các văn bản hướng dẫn thi hành;
Pursuant to Law on Enterprises No. 59/2020/QH14 dated June 17, 2020, and its guidance documents;
- Căn cứ Luật Chứng khoán số 54/2019/QH14 ngày 26/11/2019 và các văn bản hướng dẫn thi hành;
Pursuant to Law on Securities No. 54/2019/QH14 dated November 26, 2019 and its guidance documents;
- Căn cứ Giấy chứng nhận đăng ký doanh nghiệp số 0311500196 do Sở kế hoạch và Đầu tư TP. Hồ Chí Minh cấp ngày 18/01/2012 như được sửa đổi theo từng thời điểm;
Pursuant to Certificate of Enterprise Registration No. 0311500196 issued by the Department of Planning and Investment of Ho Chi Minh City on 18 January 2012, as amended from time to time;
- Căn cứ Điều lệ Công ty Cổ phần Đầu tư và Phát triển Bất động sản An Gia (“Công ty”);
Pursuant to Charter of An Gia Real Estate Investment and Development Corporation (“the Company”);
- Căn cứ Biên bản họp của Hội đồng quản trị ngày 25/04/2025 (“Biên bản họp”),
Pursuant to the Meeting Minutes of the Board of Directors dated 25th April 2025 (“Meeting Minutes”),

**QUYẾT NGHỊ:
RESOLVE**

Điều 1. Phê duyệt chương trình, nội dung các tài liệu phục vụ họp Đại hội đồng Cổ đông thường niên 2025 (“Đại hội”) như sau:

Article 1. *Approving the agenda and the contents set out in documents to be used for the 2025 Annual General Meeting of Shareholders ("General Meeting ") as follows:*

- Chương trình Đại hội.
Agenda of the General Meeting.
- Quy chế làm việc và biểu quyết tại Đại hội.
Regulations for conducting work and voting procedures during the General Meeting.
- Các tài liệu liên quan đến các vấn đề cần xin ý kiến tại Đại hội như sau:
Documents regarding topics to be discussed during the General Meeting as follows:
 - Nội dung 1: Báo cáo hoạt động của HĐQT
Topic No. 1: Report on operation of the BOD
 - Nội dung 2: Báo cáo của Ủy ban kiểm toán và Báo cáo của Thành viên Hội đồng quản trị độc lập trong Ủy ban kiểm toán
Topic No. 2: Report from the Audit Committee and Report from Independent Member of the BOD in the Audit Committee
 - Nội dung 3: Báo cáo Kết quả kinh doanh 2024 và Kế hoạch kinh doanh năm 2025
Topic No. 3: Report on 2024 Business performance and the Business plan for 2025
 - Nội dung 4: Báo cáo tài chính riêng và hợp nhất năm 2024 đã được kiểm toán
Topic No. 4: Audited Consolidated and Separate Annual Financial Statements in 2024
 - Nội dung 5: Lựa chọn công ty kiểm toán báo cáo tài chính năm 2025
Topic No. 5: Selection of auditing company preparing the 2025 Annual Financial Statements.
 - Nội dung 6: Thù lao HĐQT năm 2025
Topic No. 6: Remuneration for the BOD in 2025
 - Nội dung 7: Kế hoạch phân phối lợi nhuận
Topic No. 7: Profit distribution plan
 - Nội dung 8: Điều chỉnh điều lệ và ban hành Điều lệ mới
Topic No. 8: Amendment of the Charter and Issuance of the new Charter



- Nội dung 9: Sửa đổi nội dung Quy chế Nội bộ về quản trị công ty và ban hành Quy chế Nội bộ về quản trị mới
Topic No. 9: Revise the content of the Internal Regulations on Corporate Governance and issue new Internal Regulations on Corporate Governance.

- Nội dung 10: Chấp thuận đơn xin từ nhiệm thành viên HĐQT nhiệm kỳ 2024-2029
Topic No. 10: Approve the resignation letter of a member of the Board of Directors for the 2024-2029 term

- Phiếu biểu quyết
Voting slip
- Biên bản kiểm phiếu
Vote counting minutes
- Dự thảo Nghị quyết của Đại hội
Draft Resolution of the General Meeting

Điều 2. Thông qua việc giao cho Chủ tịch Hội đồng quản trị và là Người đại diện theo pháp luật của Công ty tiến hành các thủ tục cần thiết liên quan đến nội dung nêu trên theo quy định pháp luật và Điều lệ.

Article 2. To authorise the Chairman of the Board of Directors cum the Company's legal representative to perform the necessary procedures relating to contents above-mentioned in accordance with the laws and the Charter.

Điều 3. Thành viên Hội đồng quản trị, Ban Tổng Giám đốc, các phòng/ban và cá nhân liên quan chịu trách nhiệm thi hành Nghị quyết này.

Article 3. Members of the Board of Directors, Board of Management, and related Departments, individuals shall be responsible for implementing this Resolution.

Điều 4. Nghị Quyết này có hiệu lực kể từ ngày ký.

Article 4. This Resolution shall take effect from the signing date.

Nơi nhận:

Recipients:

- Như Điều 3;
As Article 3;
- Lưu.
Archived.

TM. HỘI ĐỒNG QUẢN TRỊ
ON BEHALF OF THE BOARD OF DIRECTORS

CHỦ TỊCH HĐQT
CHAIRMAN OF THE BOD



Nguyễn Bá Sáng
Nguyen Ba Sang

THƯ MỜI HỌP ĐẠI HỘI ĐỒNG CỔ ĐÔNG THƯỜNG NIÊN 2025
INVITATION LETTER OF THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS

Kính gửi quý Cổ đông
Dear Shareholder
Địa chỉ/ Address
Điện thoại/ Phone
Mã cổ đông/Shareholder No.

Công ty Cổ phần Đầu tư và Phát triển Bất động sản An Gia ("Công ty") trân trọng kính mời Quý cổ đông tham dự Đại hội đồng cổ đông thường niên 2025 ("ĐHĐCĐ") với thông tin chi tiết như sau:
An Gia Real Estate Investment and Development Corporation ("the Company") hereby invites esteemed Shareholders to attend the 2025 Annual General Meeting of Shareholders ("AGM") which will be held on:

1. Thời gian/ Time:**13:30 – 16:00**

Thứ Sáu, ngày 16 tháng 05 năm 2025

*Friday, 16th May 2025***2. Địa điểm/ Venue:****Trụ sở An Gia / An Gia Headquarters****Địa chỉ:** 60 Nguyễn Đình Chiểu, Phường Đa Kao, Quận 1, TP. Hồ Chí Minh, Việt Nam**Address:** 60 Nguyen Dinh Chieu Street, Da Kao Ward, District 1, Ho Chi Minh City, Vietnam**3. Đối tượng tham dự/ Participants**

Cổ đông có quyền dự họp ĐHĐCĐ theo danh sách cổ đông chốt đến hết ngày 18/04/2025

*Shareholder, whose name appears in the List of Shareholders at the record date of 18th April 2025***4. Đăng ký tham dự Đại hội/ The procedure of participation**

Cổ đông hoặc Đại diện theo ủy quyền khi tham dự ĐHĐCĐ vui lòng mang theo:

Shareholders or Authorized representatives shall be kindly requested to present:

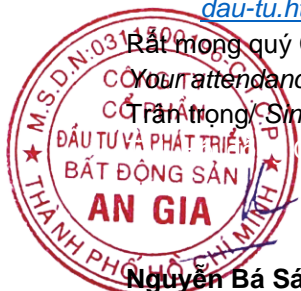
- Bản chính Thư mời họp ĐHĐCĐ của Công ty;
The original Invitation letter;
- Bản chính Chứng minh nhân dân/ Căn cước Công dân/ Hộ chiếu;
The original ID card/Passport;
- Bản chính Giấy ủy quyền theo mẫu của công ty hoặc được lập thành văn bản ủy quyền theo quy định của pháp luật về dân sự.
Original Power of Attorney in accordance with the company's template or prepared as a written authorization in accordance with civil law regulations.

5. Tài liệu họp ĐHĐCĐ/ Documents for AGMTài liệu, nội dung ĐHĐCĐ thường niên năm 2025 được Công ty đăng tải, cập nhật (nếu có) tại website Công ty: (<https://angia.com.vn/vi/quan-he-dau-tu.html>)*The documents and contents of the 2025 Annual General Meeting of Shareholders are published and updated (if any) by the Company on the Company's website: (<https://angia.com.vn/vi/quan-he-dau-tu.html>)*

Rất mong quý Cổ đông thu xếp thời gian tham dự đầy đủ.

Your attendance and participation are highly appreciated.

Trân trọng, Sincerely Yours.

**Nguyễn Bá Sáng**

GIẤY ỦY QUYỀN THAM DỰ ĐẠI HỘI ĐỒNG CỔ ĐÔNG THƯỜNG NIÊN 2025

Kính gửi: CÔNG TY CỔ PHẦN ĐẦU TƯ VÀ PHÁT TRIỂN BẤT ĐỘNG SẢN AN GIA (“CÔNG TY”)

BÊN ỦY QUYỀN

- Tên Cổ đông:
- CMND/CCCD/HC/GCNDKDN: Ngày cấp..... Nơi cấp
- Địa chỉ:
- Đại diện theo pháp luật (đối với Cổ đông là tổ chức):
- Số cổ phần sở hữu tại Công ty:

BÊN NHẬN ỦY QUYỀN

- Tên Bên nhận ủy quyền:
- CMND/CCCD/HC: Ngày cấp..... Nơi cấp
- Ngày cấp: Nơi cấp:
- Địa chỉ:
- Số cổ phần được ủy quyền:

Hoặc ủy quyền cho thành viên Hội đồng quản trị của Công ty

- ☐ Ông Nguyễn Bá Sáng – Chủ tịch Hội đồng quản trị

NỘI DUNG ỦY QUYỀN

Bên nhận ủy quyền được thay mặt và đại diện cho Bên ủy quyền:

- (i) tham dự họp Đại hội đồng cổ đông thường niên 2025 của Công ty được tổ chức ngày 16 tháng 05 năm 2025 (“Đại hội”);
- (ii) biểu quyết và thực hiện các quyền, nghĩa vụ khác của Cổ đông tương ứng với số cổ phần được ủy quyền nêu trên tại Đại hội.

Bên ủy quyền và Bên nhận ủy quyền hoàn toàn chịu trách nhiệm về việc ủy quyền này và cam kết tuân thủ nghiêm chỉnh các quy định pháp luật hiện hành và Điều lệ của Công ty, đồng thời cam kết không đưa ra bất kỳ khiếu nại, kiện tụng gì đối với Công ty.

Giấy ủy quyền này có hiệu lực từ ngày ký cho đến khi kết thúc Đại hội. Bên nhận ủy quyền không được ủy quyền lại cho người khác.

GHI CHÚ:

- Giấy ủy quyền này phải được lập thành văn bản theo mẫu của Công ty hoặc được lập thành văn bản ủy quyền theo quy định của pháp luật về dân sự và có chữ ký của Bên ủy quyền và Bên nhận ủy quyền (đối với Cổ đông là tổ chức phải có chữ ký của người đại diện theo pháp luật và đóng dấu của tổ chức).
- Bên nhận ủy quyền phải xuất trình CMND/CCCD/Hộ chiếu kèm theo Giấy ủy quyền theo mẫu do Công ty phát hành. Mọi trường hợp không có Giấy ủy quyền hợp lệ, Bên nhận ủy quyền không được tham dự Đại hội.

....., ngày, tháng, năm

BÊN NHẬN ỦY QUYỀN

BÊN ỦY QUYỀN

.....

AGENDA OF ANNUAL GENERAL SHAREHOLDER MEETING 2025

Time : From 13:30 – 16:00, Friday, May 16, 2025

Venue : Company Headquarters, 60 Nguyen Dinh Chieu, Đa Kao Ward, District 1, Ho Chi Minh City

13:30 – 14:00	1	Ceremonial Section	Presenter
		Welcome – Verification of shareholder eligibility	
		Announcement of purpose – Introduction of Company leadership, guests – Report on shareholder eligibility verification	MC
		a. Nomination and voting on personnel for the meeting: ✓ Presidium ✓ Secretariat ✓ Voting board	MC
		b. Voting to approve: ✓ Meeting Agenda ✓ Working Regulations	Head of Voting Board
14:00 – 14:30	2	Report Section	
	i.	Board of Directors' Report on 2024 Operations	Mr Nguyen Ba Sang
	ii.	Report of the Audit Committee and Report of the Independent Board Member in the Audit Committee	Mr Do Le Hung
	iii.	Report on 2024 Business Performance and 2025 Business Plan	Mrs Huynh Thi Kim Anh
14:30 – 14:45	3	Proposal Section	
	i.	Proposal to approve the Board of Directors' Report on 2024 Operations	MC
	ii.	Proposal to approve the Audit Committee's Report and the Report of the Independent Board Member in the Audit Committee	
	iii.	Proposal to approve the 2024 Business Performance Report and 2025 Business Plan	
	iv.	Proposal to approve the 2024 Separate and Consolidated Financial Statements audited by Ernst & Young Vietnam Co., Ltd.	
	v.	Proposal to approve the selection of the auditing firm for the 2025 financial statements	
	vi.	Proposal to approve the remuneration of the Board of Directors for 2025	
	vii.	Proposal to approve the 2025 profit distribution plan	
	viii.	Proposal to amend the Company Charter and issue a new Charter	
	ix.	Proposal to amend the Internal Corporate Governance Regulations and issue new Internal Corporate Governance Regulations	
	x.	Proposal to approve the resignation of a Board of Directors member for the 2024-2029 term	
14:45 – 15:00	4	Voting Section - Voting Regulations - Distribution and collection of voting ballots	
15:00 – 15:30	5	Discussion Section	Presidium
15:30 – 15:45	6	Report on Vote Counting Results	Head of Voting Board
15:45 – 16:00	7	Approval of the Draft Minutes and Resolutions of the General Meeting of Shareholders	Secretariat
16:00	8	Closing of the Meeting	MC

REGULATIONS ON OPERATIONS AND VOTING AT THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS

- *Enterprise Law No. 59/2020/QH14 dated June 17, 2020, effective from January 1, 2021, and its detailed implementation guidelines;*
- *Securities Law No. 54/2019/QH14 dated November 26, 2019, effective from January 1, 2021, and its detailed implementation guidelines;*
- *Decree No. 155/2020/ND-CP dated December 31, 2020, providing detailed regulations for the implementation of certain provisions of the Securities Law;*
- *The Charter and Internal Governance Regulations of An Gia Investment and Real Estate Development Joint Stock Company, as approved by the General Meeting of Shareholders.*

Article 1. Scope of Application

These Regulations apply to the organization and voting procedures at the 2025 Annual General Meeting of Shareholders ("AGM" or "Meeting") of An Gia Investment and Real Estate Development Joint Stock Company ("Company").

Article 2. Purpose of Application

These Regulations specify the procedures for Shareholders, Authorized Representatives, and other participants to conduct the AGM.

Article 3. Applicable Entities

Shareholders, Authorized Representatives attending the AGM, and other participants are responsible for complying with the provisions of these Regulations.

CHAPTER II

SHAREHOLDERS AND PARTICIPANTS OF THE GENERAL MEETING OF SHAREHOLDERS

Article 4. Shareholders Attending the AGM

4.1 Eligibility to Attend the AGM

Shareholders who own shares of the Company and are listed in the Shareholder Register as of the record date for eligibility to attend the AGM, or their duly authorized representatives, are eligible to participate)

4.2 Registration Process for Attending the AGM

- a. Shareholders or Authorized Representatives must present the following documents:
 - Original National ID Card/Citizen ID Card or Passport;
 - Original Letter of Authorization in the Company's prescribed form or another form compliant with civil law regulations (for Authorized Representatives).
- b. Shareholders or Authorized Representatives shall present the documents listed in item (a) to the Shareholder Eligibility Verification Committee to receive AGM materials, Voting Ballots, and Voting Cards.
- c. Shareholders may authorize, in writing, an Authorized Representative to attend and vote on their behalf at the AGM.

- d. Shareholders or Authorized Representatives arriving after the AGM has commenced may still register with the Shareholder Eligibility Verification Committee, receive AGM materials and Voting Ballots, and participate in voting immediately upon registration. The validity of prior voting results (if any) remains unaffected, and the Chairperson is not obligated to pause the Meeting for late registrations.
- e. Shareholders or Authorized Representatives must behave in a civilized and respectful manner and accept the outcomes of the AGM. Any recording (audio or video) by Shareholders or Authorized Representatives must be publicly announced and approved by the Chairperson.
- f. Shareholders or Authorized Representatives must comply with these Regulations, the Company's Charter, and the Enterprise Law during the AGM.

Article 5. Presiding Committee and Chairperson of the AGM

- 5.1 The Presiding Committee consists of the Chairperson and other members designated by the Chairperson and approved by the AGM. The Chairman of the Board of Directors (BOD) shall act as the Chairperson of the AGM or may delegate this role to another BOD member for AGMs convened by the BOD. If the Chairman is absent or temporarily unable to perform duties, the remaining BOD members shall elect one among themselves as Chairperson by majority vote. In other cases, the person convening the AGM shall chair the election of the Chairperson, and the candidate with the highest votes shall assume the role.
- 5.2 The Presiding Committee assists the Chairperson in conducting the AGM.
- 5.3 Rights and Duties of the Chairperson:
 - a. Manage the AGM activities in accordance with the agenda approved by the AGM;
 - b. Guide Shareholders, Authorized Representatives, and the AGM in discussing agenda items;
 - c. Decide on the sequence, procedures, and handling of matters arising outside the AGM agenda, including but not limited to:
 - Responding to questions raised by the AGM, delegating responses, or noting Shareholders' opinions if they pertain to matters outside the agenda. The Chairperson may choose not to respond to or only acknowledge such opinions;
 - Taking necessary actions to ensure the AGM proceeds lawfully and orderly, including temporarily suspending or postponing the Meeting if any participant disrupts, causes disorder, or risks undermining the fairness and legality of the Meeting, or expelling individuals who obstruct, disrupt, or fail to comply with the Chairperson's or Presiding Committee's instructions;
 - Postponing the AGM (with sufficient registered attendees) for a maximum of three (3) working days from the scheduled date, as per Clause 8, Article 146 of the Enterprise Law;
 - d. The convener of the AGM has the right to:
 - Require all attendees to undergo security checks or other security measures;
 - Request competent authorities to maintain order, expel individuals who fail to comply with the Chairperson's authority, intentionally disrupt, obstruct the Meeting's progress, or fail to comply with security check requirements.
 - e. Perform other tasks in accordance with the Company's Charter and applicable laws to manage the AGM.

Article 6. Shareholder Eligibility Verification Committee

- 6.1 The Shareholder Eligibility Verification Committee consists of three (3) members, including one (1) Head, appointed by the BOD (the AGM convener).

6.2 Rights and Responsibilities of The Shareholder Eligibility Verification Committee:

- Verify the eligibility of Shareholders or Authorized Representatives by requiring presentation of the Meeting Invitation, National ID Card/Citizen ID Card or Passport, and valid Letter of Authorization (for Authorized Representatives) to cross-check with the Shareholder Register and confirm eligibility;
- Distribute AGM materials, Voting Cards, and Voting Ballots to Shareholders or Authorized Representatives;
- Report to the AGM and be accountable for the results of eligibility verification at the following times:
 - + Before the AGM officially commences; if the number of attending Shareholders and Authorized Representatives represents more than 50% of the total voting shares, the AGM may proceed.
 - + Before each voting session, if there are changes in the number of registered Shareholders (e.g., late registrations).

Article 7. Secretariat

7.1 The Secretariat consists of two (2) members, including one (1) Head, nominated by the Chairperson.

7.2 Responsibilities:

- Accurately and fully record the proceedings of the AGM;
- Announce draft Minutes, Resolutions, and notices from the Presiding Committee to Shareholders upon request;
- Receive, review, and forward written questions from Shareholders or Authorized Representatives to the Chairperson or Presiding Committee for consideration;
- Perform other tasks as assigned by the Chairperson.

Article 8. Vote Counting Committee

8.1 The Vote Counting Committee consists of three (3) members, including one (1) Head, nominated by the Chairperson and approved by the AGM.

8.2 Responsibilities:

- Prepare ballot boxes, explain voting principles, the use of Voting Ballots and Voting Cards, and the voting procedure;
- Supervise the voting process by Shareholders or Authorized Representatives;
- Count votes, calculate, and record the number of voting shares for each agenda item;
- Review and report any violations of voting procedures or complaints regarding voting results;
- Promptly report voting results to the Secretariat;
- The Head of the Vote Counting Committee shall report the vote counting results to the AGM as directed by the Chairperson and be responsible for the accuracy and integrity of the announced results.

CHAPTER III

CONDUCTING THE GENERAL MEETING OF SHAREHOLDERS

Article 9. Conditions for Conducting the AGM

- 9.1. The AGM may proceed when the number of attending Shareholders and Authorized Representatives represents more than 50% of the total voting shares, as per the Shareholder Register established on the record date.
- 9.2. If, after sixty (60) minutes from the scheduled start time, the number of registered Shareholders does not meet the requirement in Article 9.1, the Meeting is deemed ineligible to proceed.
- 9.3. If the AGM cannot proceed as per Article 9.2, the subsequent convening and conduct of the Meeting shall comply with the Company's Charter, Internal Governance Regulations, and the Enterprise Law.

Article 10. Conducting the AGM

- 10.1. The Chairperson shall manage the AGM in accordance with the agenda approved by the AGM.
- 10.2. The AGM shall discuss and approve agenda items sequentially through voting as stipulated in these Regulations. The Chairperson shall allocate reasonable time for discussion and voting on each agenda item.
- 10.3. The AGM shall conclude after the Minutes of the AGM are approved.

Article 11. Voting Ballots and Voting Cards

- 11.1. During Shareholder registration, each Shareholder or Authorized Representative entitled to vote shall receive one (1) Voting Ballot listing the items to be voted on and one (1) Voting Card.
- 11.2. The voting value of the Voting Ballot and Voting Card corresponds to the number of voting shares owned or represented by the Shareholder
- 11.3. Voting Ballots and Voting Cards may be encoded for electronic vote counting.
- 11.4. A valid Voting Ballot is one issued by the Company, bearing the Company's red seal, free from erasures, alterations, tears, or damage, containing no additional content beyond the prescribed fields, and signed with the full handwritten name of the attending delegate.
- 11.5. A valid vote on a Voting Ballot requires the delegate to mark one (1) of the three (3) voting options (Approve, Disapprove, or No Opinion) for each agenda item).
- 11.6. An invalid Voting Ballot is not counted in the voting results. A Voting Ballot is invalid if:
 - It was not issued by the Company;
 - It contains additional content, information, or symbols not requested by the Chairperson;
 - It is erased, altered, torn, or damaged (in such cases, Shareholders may request a replacement ballot by returning the damaged one to the Vote Counting Committee, with each Shareholder entitled to one replacement);
 - It lacks the signature and full name of the Shareholder or Authorized Representative.
- 11.7. If a Voting Ballot contains multiple conflicting opinions, no selection, or multiple selections for the same agenda item, or if the voting choice is changed more than once, that specific agenda item is deemed invalid; other validly voted items remain legally binding. If a delegate fails to raise their Voting Card for any of the three voting rounds (Approve, Disapprove, or No Opinion) for an item, it is deemed an approval.
- 11.8. Voting on each agenda item in the Voting Ballot is independent, and the validity of one item does not affect the validity of others.
- 11.9. Voting Ballots not submitted to the Vote Counting Committee during the collection process

at the AGM are not counted in the results.

Article 12. Voting Procedure

12.1. When voting on items listed in the Voting Ballot, Shareholders or Authorized Representatives shall mark “√” or “X” on the chosen option (Approve, Disapprove, or No Opinion).

If a Shareholder or Authorized Representative wishes to change their vote, they may circle the previously selected option and mark “√” or “X” on the new choice (note: changing the vote is allowed only once; multiple changes render the vote invalid as per Clause 11.7). If a Voting Ballot is damaged before the voting period ends, the Shareholder or Authorized Representative may request a replacement from the Vote Counting Committee.

12.2. Shareholders or Authorized Representatives shall place their Voting Ballots in the ballot box. Vote counting begins after the last Shareholder submits their ballot or 30 minutes after voting starts, whichever comes first. The Vote Counting Committee shall announce the results at the AGM.

12.3. For items not listed in the Voting Ballot, voting shall be conducted using Voting Cards. As directed by the Chairperson, Shareholders or Authorized Representatives shall raise their Voting Cards to vote in the following order.

Các vấn đề được Đại hội xin ý kiến bằng cách giơ Thẻ biểu quyết sẽ được thực hiện theo trình tự như sau:

- Approve;
- Disapprove;
- No Opinion.

The Vote Counting Committee shall record and announce the results at the AGM.

Article 13. Vote Counting

13.1. The Vote Counting Committee shall conduct vote counting as follows:

- Operate in a designated area arranged by the Chairperson;
- Collect Voting Ballots;
- Use electronic tools to assist with counting, if applicable;
- Verify the validity of Voting Ballots;
- Review each Voting Ballot and record results;
- Exclude shares ineligible to vote (if any) for specific agenda items;
- Record, compile, and report vote counting results to the AGM;
- Seal all Voting Ballots and hand them over to the Presiding Committee.

13.2. The Vote Counting Committee shall prepare a Vote Counting Minutes to document the results for each agenda item, signed by all members or the Head of the Committee.

Article 14. Announcement of Vote Counting Results

14.1. The Head of the Vote Counting Committee shall announce the results upon completion of vote counting.

14.2. The Vote Counting Minutes shall be published on the Company's website within twenty-four (24) working hours from the adoption of the AGM Resolution.

Article 15. Recording of Speeches at the AGM

15.1. Shareholders or Authorized Representatives wishing to speak shall raise their Voting Card or register with the Secretariat. Speeches must be concise, relevant to the agenda, and avoid repeating points already raised by others.

- 15.2. The Chairperson shall arrange speaking opportunities based on the Meeting's schedule, prioritizing those who registered earlier and whose remarks are relevant to the agenda. Only speeches pertinent to the agenda shall be considered for inclusion in the Minutes.
- 15.3. The Secretariat shall review and record relevant speeches in the AGM Minutes.

Article 16. Adoption of AGM Resolutions

- 16.1. An AGM Resolution is adopted when approved by more than 50% of the total voting shares of attending Shareholders or Authorized Representatives, except as specified in Article 16.2.
- 16.2. Resolutions concerning the type and total number of shares, company name change, business scope, organizational structure, reorganization or dissolution, or investment projects or asset sales valued at 35% or more of the total asset value in the latest financial statement require approval by Shareholders representing at least 65% of the total voting shares of attendees.
- 16.3. A Resolution adopted by 100% of the total voting shares is lawful and effective, even if the convening or adoption procedures violate the Enterprise Law or the Company's Charter.

Article 17. Recording and Preparation of AGM Minutes

- 17.1. The Secretariat shall record all AGM proceedings, draft Resolutions, and prepare the AGM Minutes.
- 17.2. The AGM Minutes must be approved by the AGM before the Meeting concludes and published on the Company's website within twenty-four (24) hours from the Meeting's end.
- 17.3. The Chairperson and Secretariat are jointly responsible for the accuracy and integrity of the Minutes. If the Chairperson or Secretariat refuses to sign, the Minutes remain valid if signed by all other attending BOD members and contain all required content as per the Enterprise Law. The Minutes shall note any refusal to sign.

CHAPTER IV: IMPLEMENTATION PROVISIONS

Article 18. Effective Date

- 18.1. These Regulations shall be presented to the AGM for voting. If approved by more than 50% of the total voting shares of attending Shareholders or Authorized Representatives, they shall take effect and be binding on all Shareholders and Authorized Representatives.
- 18.2. Matters not detailed in these Regulations shall comply with the Company's Charter, the Enterprise Law 2020, and applicable legal regulations.
- 18.3. Shareholders, Authorized Representatives, and members organizing the AGM of An Gia Investment and Real Estate Development Joint Stock Company are responsible for implementation.

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



NGUYEN BA SANG

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

Pursuant to the functions and duties of the Board of Directors (“BOD”) as stipulated in the Enterprise Law and the Charter of An Gia Investment and Real Estate Development Joint Stock Company (“Company” or “An Gia”), the BOD hereby submits to the Annual General Meeting of Shareholders (“AGM”) a report on the BOD’s activities in 2024 and its plans and orientations for 2025, as detailed below:

I. ACTIVITIES OF THE BOARD OF DIRECTORS IN 2024:

1.1 Composition and Structure of the BOD:

As of December 31, 2024, the BOD consists of four (4) members, including one (1) Chairman, two (2) Independent BOD Members, and one (1) Non-Executive BOD Member.

1.2 Strategic Guidance, Advisory, and Operational Activities of the BOD:

In 2024, the BOD closely monitored the Company’s operations and implemented appropriate measures to ensure stable and secure operations. The BOD held 35 meetings and issued 35 Resolutions addressing critical strategic matters of the Company. The BOD provided timely guidance and advice to the Management Board on foundational activities such as land bank expansion and project development. Additionally, the BOD drafted and submitted for AGM approval amendments and updates to key governance documents, including the Company Charter and Internal Governance Regulations, to support the Company’s long-term management framework.

1.3 Supervisory Activities of the BOD:

In 2024, the BOD performed its duties in accordance with the Company Charter, Internal Governance Regulations, applicable laws, and regulations, specifically:

- Successfully chaired, directed, and organized the 2024 AGM on May 14, 2024;
- Supervised the implementation and compliance with resolutions issued by the AGM and BOD;
- Oversaw the construction, completion, and handover of properties to buyers at the Westgate project;
- Monitored the progress of the The Gió Riverside project and other projects within An Gia’s land bank;
- Maintained regular and ad-hoc reporting mechanisms for the Management Board to update the BOD on the Company’s business and operational status;
- Supervised the Management Board’s operations to enhance efficiency and achieve the set targets and plans

1.4 Activities of Sub-Committees under the BOD in 2024:

In 2024, the Audit Committee held two (2) formal meetings with full attendance of its members. Additionally, the Audit Committee conducted several monthly thematic meetings with key personnel from the Management Board. The content and outcomes of these meetings were fully documented in minutes as required, focusing on the results of the Audit Committee’s supervisory activities.

Details of the Audit Committee's activities are specified in the Audit Committee's Report and the Report of the BOD Member in the Audit Committee.

1.5 Activities of Independent BOD Members and Their Evaluation:

a. Activities of Independent BOD Members:

The Company's BOD includes two (2) Independent Members: (1) Mr. Đỗ Lê Hùng and (2) Mr. Lê Duy Bình. In the past year, Independent BOD Members attended all BOD meetings, actively participated in debates, oversight, and evaluation of business plan objectives, and contributed to developing regulations and operational policies to safeguard the interests of the Company and its shareholders. During BOD meetings, Independent BOD Members, alongside other BOD members, provided objective and independent opinions to ensure multidimensional and transparent corporate governance.

b. Evaluation of BOD and Management Board Activities:

In 2024, the BOD conducted 35 meetings in compliance with legal procedures, the Company Charter, and governance standards. All BOD members attended fully, discussed, contributed opinions, and voted objectively to make decisions that best aligned with the strategies approved by the AGM. According to the evaluation by Independent BOD Members, the BOD's activities in 2024 adhered to the Company Charter, Internal Governance Regulations, and BOD standards. All BOD members demonstrated a high sense of responsibility, professionalism, clarity in assigned duties, and diligence in protecting the Company's interests. The BOD supervised the Management Board's operations and provided advisory input to enhance the efficiency of the Company's management structure. The BOD assesses that the Management Board collaborated closely and effectively in managing the Company's business operations. The Company's disclosure obligations in 2024 were fully met by the Management Board. The Management Board's decisions consistently complied with applicable laws, BOD resolutions, and the Company Charter.

1.6 Remuneration and Benefits of the BOD

In 2024, the total remuneration paid by the Company to BOD members amounted to VND 549. Details of individual BOD member remuneration are disclosed in the Notes to the 2024 Audited Financial Statements, available on the Company's website at: <https://angia.com.vn/>.

1.7 Report on the Public Offering of Additional Shares to Existing Shareholders

In 2024, the Company sought written approval from the AGM and obtained approval for a plan to offer additional shares to existing shareholders to increase charter capital. However, to protect shareholder interests amid unfavorable market conditions and ensure the feasibility of the issuance, on February 18, 2025, the BOD passed Resolution No. 02/2025/NQ-AGI-PL to suspend the implementation of the public offering to existing shareholders.

1.8 Report on Transactions Involving the Company, Subsidiaries, or Companies Controlled by the Company (with Over 50% Charter Capital), BOD Members, Related Parties of BOD Members, or Companies Where BOD Members Are Founding Members or Managers in the Past Three Years

- In 2024, the Company recorded transactions between its subsidiaries or controlled companies and BOD members or their related parties. Details of these transactions are disclosed in the 2024 Corporate Governance Report and the "Related Party Transactions" section of the Notes to the 2024 Audited Consolidated Financial Statements.
- In 2024, the Company did not record any transactions with companies in which BOD members were founding members or managers within the three years prior to the transaction date.

1.9 Report on Changes to the 2022 Issuance Plan

According to the official Prospectus of the public share offering (Prospectus dated December 31, 2021), the Company planned to use VND 200 billion from the issuance proceeds to provide a loan to Western City Co., Ltd. ("Western City") to finance the construction and development of a project in Tân Túc Town, Bình Chánh District, Ho Chi Minh City. Western City is the developer of the Westgate project and a subsidiary of An Gia Investment and Real Estate Development Joint Stock Company. On March 29, 2022, the Company signed Business Cooperation Contract No. 05/2022/HĐHT-AGG-WTC with Western City, valued at VND 200 billion. From March 9, 2023, to March 13, 2023, Western City fully repaid the VND 200 billion cooperation capital to the Company, settling the Business Cooperation Contract No. 05/2022/HĐHT-AGG-WTC signed on March 29, 2022.

At this AGM, the BOD proposes approval for changing the purpose of the capital use from providing a loan to business cooperation and related matters as described above.

II. PLANS AND ORIENTATIONS OF THE BOD FOR 2025

Entering 2025, as the economy gradually recovers from a period of significant volatility, market conditions stabilize, and the legal framework for real estate continues to improve with new regulations, the BOD recognizes this as a critical juncture to strengthen internal capabilities, enhance core competitiveness, and build a solid foundation for the next growth cycle. The BOD identifies this as a pivotal moment to consolidate internal strengths, improve competitiveness, and prepare for a new growth phase. With a focus on stable and sustainable development, the BOD will prioritize the following key tasks:

- Directing and overseeing the Management Board's implementation of the business plan to successfully achieve the targets approved by the AGM;
- Closely controlling the Company's financial plans, cash flows, and those of individual projects;
- Supervising the preparation of capital resources, investment, implementation, and launch of the The Gió Riverside project.

In 2025, the BOD, Management Board, and employees of the Company will continue to strive for stable, efficient, and sustainable development of An Gia, maximizing and protecting the interests of shareholders and partners.

We respectfully request the AGM to approve this Board of Directors' Report.

ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRMAN OF THE BOARD OF DIRECTORS



NGUYEN BA SANG

REPORT ON BUSINESS ACTIVITIES FOR 2024 AND BUSINESS PLAN FOR 2025 AT THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS

I. REPORT ON BUSINESS PERFORMANCE IN 2024:

In 2024, the real estate industry continued to face numerous challenges, with significant risks and obstacles stemming from the global economy. In the domestic market, shortages of capital and delays in legal procedures posed considerable difficulties. Despite these challenges, An Gia Group made significant efforts to achieve the business targets set at the previous year's AGM.

According to the audited 2024 consolidated financial statements, the Company recorded net revenue of VND 1,913 billion and profit after tax of VND 261 billion. The profit after tax attributable to the parent company reached VND 298 billion, a 69.7% increase compared to the previous year. Revenue in 2024 primarily came from the handover of properties in the Westgate complex (Binh Chánh) and The Standard project (Binh Dương). As a result, the Company exceeded its 2024 targets, achieving approximately 120% of the net revenue goal and 119% of the parent company's profit after tax goal.

Indicator (Unit: VND billion)	2023	2024	% Change
Net revenue from sales and services	3.891	1.913	-50,8%
Gross profit	977	594	-39,2%
Net profit from business activities	501	307	-38,8%
Profit after corporate income tax	460	261	-43,3%
Profit after tax attributable to the parent company	175	298	+69,7%

(Source: Audited 2024 Consolidated Financial Statements)

Amid an economy facing significant volatility, challenges, and adverse factors in 2024, An Gia Group implemented timely strategies and measures, adopting a defensive stance by focusing on developing existing land banks and exercising greater caution in land bank expansion.

Additionally, An Gia Group intensified sales efforts for the remaining inventory of two ongoing projects, Westgate (Binh Chánh) and The Standard (Binh Dương), receiving positive feedback from a wide range of homebuyers. In 2024, An Gia initiated legal procedures to begin issuing Land Use Rights Certificates for the Westgate project (Binh Chánh), River Panorama 1 & 2, and Sky89 (District 7).

Regarding project development, in addition to collaborating with relevant authorities to complete legal procedures for existing land banks, the Company successfully held the groundbreaking ceremony for the The Gió Riverside project (Binh Dương), preparing for its launch in 2025.

II. BUSINESS PLAN FOR 2025:

1. General Orientation:

The year 2025 will continue to present challenges but also offer opportunities for land bank expansion as the legal framework for real estate improves with new regulations taking effect. Access to capital from banks and financial institutions is expected to become more favorable. Nevertheless, the Company will maintain a cautious strategy in expanding its land bank during this period, prioritizing land parcels with clear legal status and the potential for rapid project implementation to optimize cash flow.

For existing land banks with incomplete legal documentation, the Company will focus on expediting the necessary legal procedures to prepare for sales activities.

For land banks with completed legal documentation, the Company will concentrate on sales and project development activities.

2. 2025 Business Plan:

Based on an assessment of opportunities and challenges facing An Gia's operations, the Board of Directors has established the following business plan for 2025:

Indicator	2025 Plan
Net revenue from sales and services (VND billion)	800
Profit after tax attributable to the parent company (VND billion)	340

3. Measures to Achieve the Plan:

To achieve the 2025 targets, the Company will focus on implementing the following measures:

- (i) Launch the The Gió Riverside project (Binh Dương);
- (ii) Complete legal procedures for existing projects, including The Lá Village (27ha) and Westgate 2 (Binh Chánh Center);
- (iii) Strictly control the Company's financial plans and those of individual projects; collaborate with banks and financial institutions to optimize the mobilization, utilization, and management of capital sources. Ensure an optimal capital structure and maintain debt ratios within safe levels to guarantee financial autonomy and resilience against market fluctuations.

In summary, in 2024, An Gia achieved significant milestones in its organization and business operations. Entering 2025, the Management Board and employees will continue to strive for stable, efficient, and sustainable development of An Gia, maximizing and protecting the interests of shareholders and partners.

We respectfully request the AGM to approve the 2024 business activities report and the 2025 business plan.

ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRMAN OF THE BOARD OF DIRECTORS



NGUYEN BA SANG

REPORT OF THE AUDIT COMMITTEE AND REPORT OF THE INDEPENDENT BOARD OF DIRECTORS MEMBER IN THE AUDIT COMMITTEE

AT THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS

The Audit Committee and the Independent Member of the Board of Directors (BOD) in the Audit Committee hereby report to the Annual General Meeting of Shareholders ("AGM") on the results of their activities and oversight in 2024 as follows:

A- REPORT OF THE AUDIT COMMITTEE:

I. Organization and Activities of the Audit Committee in 2024:

1. Composition and Operations of the Audit Committee:

The Audit Committee, under the Board of Directors (BOD) of An Gia Investment and Real Estate Development Joint Stock Company, consists of three (3) members as follows:

No.	Full name	Position	Role in Audit Committee	Start/End Date
1	Mr. Đỗ Lê Hùng	Independent BOD Member	Chairman	Started on 25/10/2024
2	Mr. Lê Duy Bình	Independent BOD Member	Member	Started on 25/10/2024
3	Mr. Louis T Nguyen	BOD Member	Member	Started on 17/05/2024

2. Operating Mechanism of the Audit Committee:

Pursuant to applicable laws (Enterprise Law 2020 and its implementing guidelines; Securities Law 2019, Decree 155, Circular 116, and related guidelines), the BOD approved an updated Operating Regulation for the Audit Committee, aligned with the Company's Charter and legal requirements.

3. Summary of Audit Committee Meetings and Conclusions/Recommendations:

- In 2024, the Audit Committee held two (2) formal meetings with full attendance of its members. Additionally, the Committee conducted several monthly thematic meetings with key personnel from the Management Board. The content and outcomes of these meetings were fully documented in minutes as required, focusing on the results of the Audit Committee's supervisory activities, as summarized in Part II below.
- The conclusions and recommendations of the Audit Committee were acknowledged by the BOD and assigned to the Management Board for implementation to ensure that operations and business activities comply with applicable laws and the Company's Internal Governance Regulations.

4. Remuneration and Operating Expenses of the Audit Committee:

- Remuneration for the Audit Committee in 2024: Details of the remuneration for Audit Committee members are included in the BOD Activities Report. Apart from this remuneration, Audit Committee

members did not receive any additional benefits or compensation.

- Operating expenses of the Audit Committee: Compliant with the Company's regulations and internal policies.

5. Supervisory Activities of the Audit Committee over the BOD and Management Board:

- The Audit Committee supervised the BOD's activities through meetings, discussions, and the process of issuing BOD resolutions. It also oversaw the Management Board's activities by monitoring compliance with BOD resolutions and the delegation of authority between the BOD and the CEO.
- The Audit Committee's supervisory activities were conducted through various channels, including reports and direct interactions with the Financial Planning Director, Chief Accountant, Head of Internal Audit, Internal Control and Risk Management, Head of Legal Department, and the Independent Auditor.
- Throughout its duties, the Audit Committee maintained effective coordination with BOD members, Management Board members, and relevant management staff, consistently receiving cooperation from the Management Board.

B- REPORT OF THE INDEPENDENT BOD MEMBER IN THE AUDIT COMMITTEE:

1. Activities of the Independent BOD Member:

- The Company's BOD includes two (2) Independent Members: (1) Mr. Đỗ Lê Hùng and (2) Mr. Lê Duy Bình. In the past year, Independent BOD Members attended all BOD meetings, actively participated in debates, oversight, and evaluation of business plan objectives, and contributed to developing regulations and operational policies to safeguard the interests of the Company and its shareholders.
- Remuneration, operating expenses, and other benefits of the Audit Committee and its individual members are disclosed in the Notes to the 2024 Audited Financial Statements, available on the Company's website at: <https://angia.com.vn/>.
- During BOD meetings, Independent BOD Members, alongside other BOD members, provided objective and independent opinions to ensure multidimensional and transparent corporate governance.
- Summary of Audit Committee Activities: In 2024, the Audit Committee organized two (2) formal meetings with full member participation, along with several periodic thematic meetings with key Management Board personnel. The content and outcomes of these meetings were fully documented, focusing on supervisory activities. The conclusions and recommendations were acknowledged and implemented, contributing to ensuring that business operations complied with laws and the Company's Internal Governance Regulations, while enhancing governance efficiency and transparency.

2. Supervisory Results of the Independent BOD Member on BOD and Management Board Activities:

- In 2024, the BOD conducted 35 meetings in compliance with legal procedures, the Company Charter, and governance standards. All BOD members attended fully, discussed, contributed opinions, and voted objectively to make decisions that best aligned with the strategies approved by the AGM.
- According to the evaluation by Independent BOD Members, the BOD's activities in 2024 adhered to the Company Charter, Internal Governance Regulations, and BOD standards.
- All BOD members demonstrated a high sense of responsibility, professionalism, clarity in assigned duties, and diligence in protecting the Company's interests.
- The BOD supervised the Management Board's operations and provided advisory input to enhance the efficiency of the Company's management structure. The BOD assesses that the Management Board collaborated closely and effectively in managing the Company's business operations. The Company's disclosure obligations in 2024 were fully met by the Management Board. The Management Board's

decisions consistently complied with applicable laws, BOD resolutions, and the Company Charter.

3. Supervisory Results of the Independent BOD Member in the Audit Committee on Other Matters:

a. Implementation of BOD Resolutions:

- All significant matters were discussed openly and democratically within the BOD. BOD meetings included participation from the Management Board and key personnel responsible for relevant areas, who provided reports and engaged in discussions. As a result, issues were thoroughly evaluated and carefully considered before reaching a consensus and issuing resolutions.
- The Management Board closely adhered to and strictly implemented the BOD's resolutions. The Company Secretary monitored and followed up on the implementation of BOD resolutions.

b. Financial Statements and Accounting System:

- The Audit Committee reviewed the quarterly and annual 2024 financial statements based on the review and audit results provided by the Independent Auditor. The 2024 financial statements were prepared and presented fairly, in accordance with Vietnamese Accounting Standards and applicable regulations.
- In the 2024 financial year, the Company consistently applied accounting policies and principles for determining accounting estimates from the previous accounting period.
- Significant transactions, such as mergers, divestitures, project transfers, or changes in control, were carefully reviewed by the Independent Auditor and the Audit Committee.
- The Audit Committee acknowledged the findings and recommendations of the Independent Auditor in the 2024 Management Letter, as well as the Management Board's responsive actions.

c. Related Party Transactions:

Related party transactions were executed, monitored, controlled, and reported in accordance with legal requirements, AGM resolutions, and the Company's internal regulations. The Corporate Governance Report and the audited 2024 Financial Statements fully disclosed these transactions, with no irregularities detected. The Audit Committee assesses that these transactions were related to core business activities and aligned with the Company's financial structure.

d. Internal Control and Risk Management Systems:

- The Audit Committee supervised the internal control and risk management systems through reports and direct interviews with the Internal Audit Department, Internal Control and Risk Management, Independent Auditor, and other functional units of the Company.
- Risk management reports were updated and periodically submitted to the Management Board, Audit Committee, and BOD, enabling measures to improve the internal control system to appropriately manage risks.
- In 2024, the Company continued to address and manage cash flow and ensure liquidity. Although the government began easing monetary policies in the second half of 2023, the real estate market's ability to absorb credit capital still required time. Legal issues are gradually being resolved, and An Gia has benefited from these changes; however, the real estate market's recovery has been slower than anticipated, necessitating close monitoring and timely solution.
- The Audit Committee acknowledges the Management Board's efforts in implementing cost-saving measures, maximizing revenue through balanced construction progress, disbursement, and sales schedules, significantly reducing the debt-to-equity ratio, and gradually ensuring a reasonable, safe, and resilient financial structure.

- The Management Board consistently identified operational and management challenges and implemented timely solutions. Critical matters such as delegation, sales processes, procurement processes, and project management processes were reviewed and updated promptly to suit practical conditions and the Company's management needs.
- In the past year, the Company prioritized compliance with corporate governance laws. The Head of the Legal Department was tasked with monitoring, supervising, and coordinating with relevant departments to ensure full and consistent compliance with corporate governance regulations.

e. Internal Audit:

- The Company has an Internal Audit Department established and operating in compliance with applicable laws. The Internal Audit Department assesses the existence and effectiveness of the internal control and risk management systems across the Company, proposing appropriate recommendations to enhance management efficiency, mitigate risks, and support the Company in achieving its investment and business objectives.
- Additionally, as assigned, the Internal Audit Department assisted units and departments in proactively identifying and addressing management deficiencies with timely corrective measures.
- The Audit Committee evaluates that the Internal Audit Department completed the 2024 internal audit plan within the allocated time and resources. The Internal Audit Department's recommendations were acknowledged by the Management Board, with a detailed implementation plan.

f. Legal Matters:

- The Company has a dedicated legal team responsible for legal matters. Beyond supporting units with legal issues, the Legal Department regularly monitors and updates legal regulations related to corporate management, investment, and construction, assessing legal risks from policy changes to specific applications within the Company. This enables recommendations to ensure strict compliance with laws, minimize legal risks, and maintain a proactive and advantageous position in the Company's legal matters.
- Legal risks were closely managed and monitored, with ad-hoc or periodic reports submitted to the Management Board for timely handling to mitigate risks.

g. Independent Audit Services:

- The Audit Committee evaluates that Ernst & Young, the Independent Auditor, fully executed the 2024 audit contract and plan, meeting the Audit Committee's expectations in three key criteria: reliability of the audit report, adherence to reporting deadlines, and contributions to improving the internal control system.
- No issues regarding conflicts of interest, independence, or objectivity were identified with the auditor, audit team, or audit firm during the performance of related tasks.

4. Evaluation of Coordination between the Audit Committee, BOD, CEO, and Shareholders:

- The Audit Committee maintained effective coordination with BOD members, Management Board members, and relevant management staff within the scope of its supervisory functions. The Management Board consistently facilitated and promptly responded to information requests to support the Audit Committee's oversight requirements.
- The Audit Committee periodically reported its supervisory results to the BOD.
- The Audit Committee reviewed the quarterly financial statements for 2024.
- The Company maintained transparent communication channels, readily accepting feedback and input from shareholders to ensure their legitimate rights and interests. In 2024, the Audit Committee received

no requests or complaints from shareholders.

This concludes the Report of the Audit Committee and the Report of the Independent BOD Member in the Audit Committee. We respectfully request the AGM to approve this report.

**THÀNH VIÊN HỘI ĐỒNG QUẢN TRỊ ĐỘC LẬP
CHỦ TỊCH UBKT**

A handwritten signature in black ink, appearing to read 'Do Le Hung', with a long horizontal stroke extending to the right.

ĐỖ LÊ HÙNG

PROPOSAL NO. 01 TO THE GENERAL MEETING OF SHAREHOLDERS

Board of Directors' Report on 2024 Operations

According to:

- Enterprise Law No. 59/2020/QH14 dated June 17, 2020, and its implementing guidelines;
- Securities Law No. 54/2019/QH14 dated November 26, 2019, and its implementing guidelines;
- Decree No. 155/2020/ND-CP dated December 31, 2020, of the Government, detailing the implementation of certain provisions of the Securities Law;
- Charter of Anpertoire Real Estate Investment and Development Joint Stock Company, approved by the General Meeting of Shareholders on May 25, 2023, and amended in accordance with legal regulations;
- Internal Corporate Governance Regulations, approved by the General Meeting of Shareholders on May 25, 2023, and amended in accordance with legal regulations.

In 2024, the Board of Directors has generally fulfilled its functions and duties in accordance with the law and the Company Charter. The Board of Directors' Report on 2024 Operations has been presented in detail by the Board representative at the meeting, and we respectfully submit it to the General Meeting of Shareholders for approval./.

Ho Chi Minh City, April 25, 2025

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



NGUYEN BA SANG

PROPOSAL NO. 02 TO THE GENERAL MEETING OF SHAREHOLDERS

Report of the Audit Committee and Report of the Independent Board Member in the Audit Committee

According to:

- Enterprise Law No. 59/2020/QH14 dated June 17, 2020, and its implementing guidelines;
- Securities Law No. 54/2019/QH14 dated November 26, 2019, and its implementing guidelines;
- Decree No. 155/2020/ND-CP dated December 31, 2020, of the Government, detailing the implementation of certain provisions of the Securities Law;
- Charter of Anpertoire Real Estate Investment and Development Joint Stock Company, approved by the General Meeting of Shareholders on May 25, 2023, and amended in accordance with legal regulations;
- Internal Corporate Governance Regulations, approved by the General Meeting of Shareholders on May 25, 2023, and amended in accordance with legal regulations.

The Report of the Audit Committee and the Independent Board Member in the Audit Committee has been presented in detail by the Chairman of the Audit Committee at the meeting, and we respectfully submit it to the General Meeting of Shareholders for approval./.

Ho Chi Minh City, April 25, 2025

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



NGUYEN BA SANG

PROPOSAL NO. 03 TO THE GENERAL MEETING OF SHAREHOLDERS

Report on 2024 Business Performance and 2025 Business Plan

According to:

- Enterprise Law No. 59/2020/QH14 dated June 17, 2020, and its implementing guidelines;
- Securities Law No. 54/2019/QH14 dated November 26, 2019, and its implementing guidelines;
- Decree No. 155/2020/ND-CP dated December 31, 2020, of the Government, detailing the implementation of certain provisions of the Securities Law;
- Charter of Anpertoire Real Estate Investment and Development Joint Stock Company, approved by the General Meeting of Shareholders on May 25, 2023, and amended in accordance with legal regulations;
- Internal Corporate Governance Regulations, approved by the General Meeting of Shareholders on May 25, 2023, and amended in accordance with legal regulations.

The Board of Directors respectfully submits to the General Meeting of Shareholders for approval:

1. The 2024 Business Performance Report of the Company;
2. The 2025 Business Plan with the following targets:

No.	Target	2025 Business Plan
1	Net revenue from sales and service provision (VND billion)	800
2	Profit after tax of the parent company (VND billion)	340

3. Authorize the Board of Directors to decide in detail on the restructuring of the Company's asset portfolio (including joint ventures, partnerships, acquisitions, and asset sales) in accordance with regulations and to perform necessary actions to achieve the proposed business results.

The Board of Directors respectfully submits to the General Meeting of Shareholders./.

Ho Chi Minh City, April 25, 2025

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



NGUYEN BA SANG

PROPOSAL NO. 04 TO THE GENERAL MEETING OF SHAREHOLDERS

Approval of the 2024 Separate and Consolidated Financial Statements audited by Ernst & Young Vietnam Co., Ltd.

According to:

- Enterprise Law No. 59/2020/QH14 dated June 17, 2020, and its implementing guidelines;
- Securities Law No. 54/2019/QH14 dated November 26, 2019, and its implementing guidelines;
- Decree No. 155/2020/ND-CP dated December 31, 2020, of the Government, detailing the implementation of certain provisions of the Securities Law;
- Charter of Anpertore Real Estate Investment and Development Joint Stock Company, approved by the General Meeting of Shareholders on May 25, 2023, and amended in accordance with legal regulations;
- Internal Corporate Governance Regulations, approved by the General Meeting of Shareholders on May 25, 2023, and amended in accordance with legal regulations.

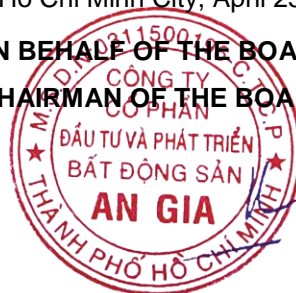
The 2024 Separate and Consolidated Financial Statements of the Company have been audited by Ernst & Young Vietnam Co., Ltd. The audit fees incurred for auditing the financial statements of An Gia and its subsidiaries and associates in 2024 amounted to VND 1,804,000,000 (excluding VAT). The report has been presented at the meeting and published on the Company's website, the Stock Exchange website, the State Securities Commission, and other mass media.

The Board of Directors respectfully submits to the General Meeting of Shareholders for approval of the full text of the 2024 Separate Financial Statements and the 2024 Consolidated Financial Statements audited by Ernst & Young Vietnam Co., Ltd.

The Board of Directors respectfully submits to the General Meeting of Shareholders./.

Ho Chi Minh City, April 25, 2025

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



NGUYEN BA SANG

PROPOSAL NO. 05 TO THE GENERAL MEETING OF SHAREHOLDERS

Selection of the Auditing Firm for the 2025 Financial Statements

According to:

- Enterprise Law No. 59/2020/QH14 dated June 17, 2020, and its implementing guidelines;
- Securities Law No. 54/2019/QH14 dated November 26, 2019, and its implementing guidelines;
- Decree No. 155/2020/ND-CP dated December 31, 2020, of the Government, detailing the implementation of certain provisions of the Securities Law;
- Charter of Anpertore Real Estate Investment and Development Joint Stock Company, approved by the General Meeting of Shareholders on May 25, 2023, and amended in accordance with legal regulations;
- Internal Corporate Governance Regulations, approved by the General Meeting of Shareholders on May 25, 2023, and amended in accordance with legal regulations.

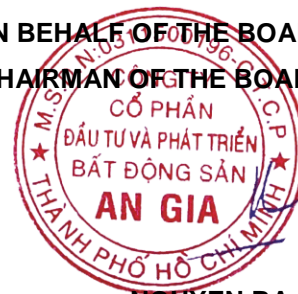
The Board of Directors of An Gia Real Estate Investment and Development Joint Stock Company respectfully submits to the 2025 Annual General Meeting of Shareholders for approval the principles and proposals for selecting an independent auditing firm to audit the 2025 financial statements of the Company as follows:

1. Principles and guidelines for selecting an independent auditing firm:
 - Auditing firms with reputable operations in Vietnam, approved by the State Securities Commission to audit organizations and enterprises with public interests;
 - Auditing firms with highly specialized auditors, prioritizing those with extensive experience in auditing businesses in the real estate investment and development sector;
 - No conflicts of interest;
 - Reasonable fees suitable for the scope of auditing required by An Gia.
2. Reasonable fees suitable for the scope of auditing required by An Gia:
 - (i) Ernst & Young Vietnam Co., Ltd.;
 - (ii) PricewaterhouseCoopers Vietnam Co., Ltd.;
 - (iii) KPMG Co., Ltd.;
 - (iv) Deloitte Vietnam Co., Ltd.;

The Board of Directors respectfully submits to the General Meeting of Shareholders for approval./.

Ho Chi Minh City, April 25, 2025

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



NGUYEN BA SANG

PROPOSAL NO. 06 TO THE GENERAL MEETING OF SHAREHOLDERS

Remuneration of the Board of Directors for 2025

According to:

- Enterprise Law No. 59/2020/QH14 dated June 17, 2020, and its implementing guidelines;
- Securities Law No. 54/2019/QH14 dated November 26, 2019, and its implementing guidelines;
- Decree No. 155/2020/ND-CP dated December 31, 2020, of the Government, detailing the implementation of certain provisions of the Securities Law;
- Charter of Anpertoire Real Estate Investment and Development Joint Stock Company, approved by the General Meeting of Shareholders on May 25, 2023, and amended in accordance with legal regulations;
- Internal Corporate Governance Regulations, approved by the General Meeting of Shareholders on May 25, 2023, and amended in accordance with legal regulations.

The Board of Directors respectfully submits to the General Meeting of Shareholders for approval the remuneration of the Board of Directors for 2025 as follows:

1. Remuneration of the Board of Directors for 2025: VND 1,100,000,000 (One billion one hundred million Vietnamese Dong);
2. Authorize the Board of Directors to distribute the remuneration to its members in accordance with regulations and the budget.

The Board of Directors respectfully submits to the General Meeting of Shareholders/.

Ho Chi Minh City, April 25, 2025

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



NGUYEN BA SANG

PROPOSAL NO. 07 TO THE GENERAL MEETING OF SHAREHOLDERS

2025 Profit Distribution Plan

According to:

- Enterprise Law No. 59/2020/QH14 dated June 17, 2020, and its implementing guidelines;
- Securities Law No. 54/2019/QH14 dated November 26, 2019, and its implementing guidelines;
- Decree No. 155/2020/ND-CP dated December 31, 2020, of the Government, detailing the implementation of certain provisions of the Securities Law;
- Charter of Anpertoire Real Estate Investment and Development Joint Stock Company, approved by the General Meeting of Shareholders on May 25, 2023, and amended in accordance with legal regulations;
- Internal Corporate Governance Regulations, approved by the General Meeting of Shareholders on May 25, 2023, and amended in accordance with legal regulations.

Based on the audited figures by Ernst & Young Vietnam Co., Ltd., the accumulated undistributed profit after tax as of December 31, 2024, of the Company is VND **1,291,766,446,760**.

The Board of Directors respectfully submits to the General Meeting of Shareholders for approval the plan to retain the entire accumulated distributable profit after tax for the Company's investment and project development activities.

The Board of Directors respectfully submits to the General Meeting of Shareholders./.

Ho Chi Minh City, April 25, 2025

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



NGUYEN BA SANG

PROPOSAL NO. 08 TO THE GENERAL MEETING OF SHAREHOLDERS

Amendment of the Company Charter and Issuance of a New Charter

According to:

- Enterprise Law No. 59/2020/QH14 dated June 17, 2020, and its implementing guidelines;
- Securities Law No. 54/2019/QH14 dated November 26, 2019, and its implementing guidelines;
- Decree No. 155/2020/ND-CP dated December 31, 2020, of the Government, detailing the implementation of certain provisions of the Securities Law;
- Charter of Anpertoire Real Estate Investment and Development Joint Stock Company, approved by the General Meeting of Shareholders on May 25, 2023, and amended in accordance with legal regulations;
- Internal Corporate Governance Regulations, approved by the General Meeting of Shareholders on May 25, 2023, and amended in accordance with legal regulations.

The Board of Directors respectfully submits to the General Meeting of Shareholders for discussion and approval the amendment and supplementation of the Company Charter as follows:

- Amend and supplement specific provisions of the Company Charter:

Clause	Current Charter	Amended Charter	Basis/Reason
Article 4.	Article 4. Legal Representative of the Company The Company has one (01) legal representative. The Chairman of the Board of Directors is the legal representative of the Company. The legal representative has the authority to represent the Company in exercising the rights and obligations arising from the Company's transactions, to represent the Company as a plaintiff, defendant, or person with related rights and obligations before Arbitration, Courts, and other rights and obligations as prescribed by law.	Article 4. Legal Representative of the Company The Company has one (01) legal representative. The legal representative of the Company is either the Chairman of the Board of Directors or the General Director. The specific title of the legal representative is determined by the Board of Directors based on the Company's operational needs at any given time. The legal representative has the authority to represent the Company in exercising the rights and obligations arising from the Company's transactions, to represent the Company as a plaintiff, defendant, or person with related rights and obligations before Arbitration, Courts, and other rights and obligations as prescribed by law.	Adjusted to align with the company's operations at any given time

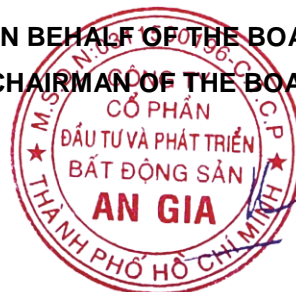
Clause	Current Charter	Amended Charter	Basis/Reason
Article 15.2.a	15.2 The Annual and Extraordinary General Meetings of Shareholders discuss and approve decisions on the following matters: a. Approve the Company's annual business plan; audited annual financial statements; profit distribution; establishment and use of funds; dividend levels for the fiscal year; reports of the Board of Directors and individual Board members; and the Audit Committee's self-assessment report on its performance.	15.2 The Annual and Extraordinary General Meetings of Shareholders discuss and approve decisions on the following matters: a. Approve the Company's annual business plan; audited annual financial statements; profit distribution; establishment and use of funds; dividend levels for the fiscal year; reports of the Board of Directors and individual Board members; and the Report of the Independent Board Member in the Audit Committee.	Adjusted to comply with the provisions of Article 284, Decree No. 155/2020/ND-CP

- Approve the new Company Charter (including the amended and supplemented provisions). The new Charter will take effect from the date of approval by the General Meeting of Shareholders and will replace the Charter approved by the General Meeting of Shareholders on May 25, 2023, along with its appendices (if any).

The Board of Directors respectfully submits to the General Meeting of Shareholders./.

Ho Chi Minh City, April 25, 2025

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



NGUYEN BA SANG

PROPOSAL NO. 09 TO THE GENERAL MEETING OF SHAREHOLDERS

Amendment of the Internal Corporate Governance Regulations and Issuance of New Internal Corporate Governance Regulations

According to:

- Enterprise Law No. 59/2020/QH14 dated June 17, 2020, and its implementing guidelines;
- Securities Law No. 54/2019/QH14 dated November 26, 2019, and its implementing guidelines;
- Decree No. 155/2020/ND-CP dated December 31, 2020, of the Government, detailing the implementation of certain provisions of the Securities Law;
- Charter of Anpertoire Real Estate Investment and Development Joint Stock Company, approved by the General Meeting of Shareholders on May 25, 2023, and amended in accordance with legal regulations;
- Internal Corporate Governance Regulations, approved by the General Meeting of Shareholders on May 25, 2023, and amended in accordance with legal regulations.

The Board of Directors respectfully submits to the General Meeting of Shareholders for discussion and approval the amendment and supplementation of the Internal Corporate Governance Regulations as follows:

1. Amendment of the Internal Corporate Governance Regulations:

Clause	Current Internal Corporate Governance Regulations	Current Internal Corporate Governance Regulations	Reason
2.2.7	2.2.7 Conditions for Conducting <ul style="list-style-type: none">- The General Meeting of Shareholders shall be conducted when the attending shareholders represent at least fifty percent (50%) of the total voting shares.- If the required number of representatives is not present within sixty (60) minutes from the scheduled opening time, the convener shall cancel the meeting. The General Meeting of Shareholders must be reconvened within thirty (30) days from the intended date of the first meeting. The second General Meeting of Shareholders shall only be conducted when the attending shareholders represent at least thirty-three percent (33%) of the total voting shares.- If the second meeting cannot be conducted due to insufficient representatives within sixty (60) minutes from the scheduled opening time, a third General Meeting of Shareholders may be convened within twenty (20) days from the intended date of the second meeting. In this case, the meeting shall be conducted regardless of the total voting shares of the attending shareholders, shall be deemed valid, and shall have the authority to decide on all	2.2.7 Conditions for Conducting <ul style="list-style-type: none">- The General Meeting of Shareholders shall be conducted when the attending shareholders represent more than fifty percent (50%) of the total voting shares.- If the required number of representatives is not present within sixty (60) minutes from the scheduled opening time, the convener shall cancel the meeting. The General Meeting of Shareholders must be reconvened within thirty (30) days from the intended date of the first meeting. The second General Meeting of Shareholders shall only be conducted when the attending shareholders represent at least thirty-three percent (33%) of the total voting shares.- If the second meeting cannot be conducted due to insufficient representatives within sixty (60) minutes from the scheduled opening time, a third General Meeting of Shareholders may be convened within twenty (20) days from the intended date of the second meeting. In this case, the meeting shall be conducted regardless of the total voting shares of the attending shareholders, shall be deemed valid, and shall have the authority to decide	Adjusted to align with Article 19 of the Charter and Article 145 of the Enterprise Law 2020

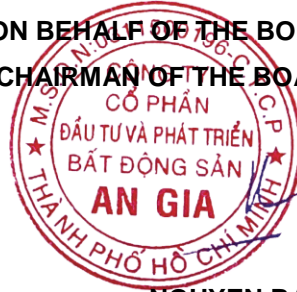
	matters proposed for approval at the first General Meeting of Shareholders.	on all matters proposed for approval at the first General Meeting of Shareholders.	
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2. Approve the new Internal Corporate Governance Regulations of the Company (including the amended and supplemented provisions). The new Internal Corporate Governance Regulations will take effect from the date of approval by the General Meeting of Shareholders and will replace the Internal Corporate Governance Regulations approved by the General Meeting of Shareholders on May 25, 2023, along with its appendices (if any).

The Board of Directors respectfully submits to the General Meeting of Shareholders./.

Ho Chi Minh City, April 25, 2025

ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN OF THE BOARD OF DIRECTORS



NGUYEN BA SANG

PROPOSAL NO. 10 TO THE GENERAL MEETING OF SHAREHOLDERS

Resignation of a Board of Directors Member for the 2024–2029 Term

According to:

- Enterprise Law No. 59/2020/QH14 dated June 17, 2020, and its implementing guidelines;
- Securities Law No. 54/2019/QH14 dated November 26, 2019, and its implementing guidelines;
- Decree No. 155/2020/ND-CP dated December 31, 2020, of the Government, detailing the implementation of certain provisions of the Securities Law;
- Charter of Anpertoire Real Estate Investment and Development Joint Stock Company, approved by the General Meeting of Shareholders on May 25, 2023, and amended in accordance with legal regulations;
- Internal Corporate Governance Regulations, approved by the General Meeting of Shareholders on May 25, 2023, and amended in accordance with legal regulations.

Resignation of a Board of Directors Member for the 2024–2029 Term:

On April 25, 2025, the Company received a resignation letter from Mr. Louis T Nguyen for the position of Board of Directors member for the 2024–2029 term. The Board of Directors respectfully submits to the General Meeting of Shareholders for approval the resignation of Mr. Louis T Nguyen as a Board of Directors member. The resignation will take effect upon and from the date of approval by the 2025 Annual General Meeting of Shareholders.

Upon approval of Mr. Louis T Nguyen's resignation, the Board of Directors of An Gia Real Estate Investment and Development Joint Stock Company for the 2024–2029 term will operate with the remaining three members and will continue to comply with the regulations on the Board of Directors' structure under current laws and the Company Charter.

The Board of Directors respectfully submits to the General Meeting of Shareholders./.

Ho Chi Minh City, April 25, 2025

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





CÔNG TY CỔ PHẦN ĐẦU TƯ VÀ PHÁT TRIỂN BẤT ĐỘNG SẢN AN GIA

ĐẠI HỘI ĐỒNG CỔ ĐÔNG THƯỜNG NIÊN NĂM 2024



PHIẾU BIỂU QUYẾT MÃ
ĐẠI BIỂU: AGG - 00...

Họ và tên Đại biểu: ...

Số lượng cổ phần sở hữu: ... cổ phần

Số lượng cổ phần nhận ủy quyền: ... cổ phần

Tổng số lượng cổ phần đại diện: ... cổ phần

MẤU

(Quý Đại biểu đánh dấu vào ô Ý kiến lựa chọn theo từng Nội dung biểu quyết)

NỘI DUNG	Tán thành	Không tán thành	Không có ý kiến
Nội dung 01: Tờ trình thông qua Báo cáo của Hội đồng Quản trị về hoạt động năm 2024			
Nội dung 02: Tờ trình thông qua báo cáo của Ủy ban kiểm toán Thành viên Hội đồng quản trị độc lập trong Ủy ban kiểm toán			
Nội dung 03: Tờ trình thông qua báo cáo kết quả kinh doanh năm 2024 và kế hoạch kinh doanh năm 2025			
Nội dung 04: Tờ trình thông qua Báo cáo tài chính riêng và hợp nhất năm 2024 được kiểm toán bởi Công ty TNHH Ernst & Young Việt Nam			
Nội dung 05: Tờ trình thông qua việc lựa chọn đơn vị kiểm toán báo cáo tài chính năm 2025			
Nội dung 06: Tờ trình thông qua thù lao Hội đồng quản trị năm 2025			
Nội dung 07: Tờ trình thông qua phương án phân phối lợi nhuận			
Nội dung 08: Tờ trình điều chỉnh điều lệ và ban hành Điều lệ mới			
Nội dung 09: Tờ trình sửa đổi nội dung Quy chế Nội bộ về quản trị công ty và ban hành Quy chế Nội bộ về quản trị mới			
Nội dung 10: Tờ trình thông qua việc chấp thuận đơn xin từ nhiệm thành viên HĐQT nhiệm kỳ 2024-2029			

Hướng dẫn:

Cổ đông đánh dấu chọn (X) vào 1 trong 3 ô: **Tán thành/Không tán thành/Không có ý kiến** đối với từng nội dung biểu quyết.

Ngày 16 tháng 05 năm 2025

ĐẠI BIỂU

(Ký và Ghi rõ họ tên)



Số:/2025/NQ-AGI

CỘNG HÒA XÃ HỘI CHỦ NGHĨA VIỆT NAM

Độc lập – Tự do – Hạnh phúc

TP. Hồ Chí Minh, ngày 16 tháng 05 năm 2025

DỰ THẢO

NGHỊ QUYẾT

ĐẠI HỘI ĐỒNG CỔ ĐÔNG THƯỜNG NIÊN 2025

CÔNG TY CỔ PHẦN ĐẦU TƯ VÀ PHÁT TRIỂN BẤT ĐỘNG SẢN AN GIA

- Căn cứ Luật Doanh nghiệp số 59/2020/QH14 ngày 17/6/2020 của Quốc hội Nước Cộng hoà Xã hội Chủ nghĩa Việt Nam và các văn bản hướng dẫn thi hành;
- Căn cứ Luật Chứng khoán số 54/2019/QH14 ngày 26/11/2019 có hiệu lực thi hành từ ngày 01/01/2021 và các văn bản hướng dẫn thi hành;
- Căn cứ Điều lệ của Công ty Cổ phần Đầu tư và Phát triển Bất động sản An Gia;
- Căn cứ Biên bản họp Đại Hội Đồng Cổ Đông thường niên 2025 của Công ty Cổ phần Đầu tư và Phát triển Bất động sản An Gia ngày 16/05/2025;
- Căn cứ Biên bản kiểm phiếu Đại Hội Đồng Cổ Đông thường niên 2025 của Công ty Cổ phần Đầu tư và Phát triển Bất động sản An Gia ngày 16/05/2025;

Đại Hội Đồng Cổ Đông thường niên 2024 (“**DHĐCĐ**”) của Công ty Cổ phần Đầu tư và Phát triển Bất động sản An Gia (“**Công ty**”) đã thông qua nghị quyết này với các nội dung như sau:

QUYẾT NGHỊ

Điều 1: Thông qua toàn bộ nội dung Báo cáo của Hội đồng Quản trị về hoạt động năm 2024.

Điều 2: Thông qua toàn bộ nội dung Báo cáo của Ủy ban Kiểm toán và Báo cáo của Thành viên HĐQT độc lập trong Ủy ban Kiểm toán.

Điều 3: Thông qua Báo cáo của hoạt động kinh doanh năm 2024 và kế hoạch kinh doanh 2025 với các chỉ tiêu dưới đây:

STT	CHỈ TIÊU	KẾ HOẠCH 2025
1	Doanh thu thuần bán hàng và cung cấp dịch vụ (tỷ đồng)	800
2	Lợi nhuận sau thuế của công ty mẹ (tỷ đồng)	340

Ủy quyền cho Hội đồng quản trị quyết định chi tiết việc cơ cấu danh mục tài sản Công ty (bao gồm cả việc liên doanh, liên kết, hợp tác, mua, bán tài sản của Công ty) theo đúng quy định và thực hiện các công việc cần thiết để đạt được kết quả kinh doanh như đề ra.

Điều 4: Thông qua Báo cáo tài chính riêng và hợp nhất năm 2024 được kiểm toán bởi Công ty TNHH Ernst & Young Việt Nam.

Điều 5: Thông qua nguyên tắc và đề xuất lựa chọn đơn vị kiểm toán độc lập thực hiện kiểm toán Báo cáo tài chính năm 2025 của Công ty và danh sách Đơn vị kiểm toán Báo cáo tài chính năm 2025 dự kiến gồm:

1. Công ty TNHH Ernst & Young Việt Nam;

2. Công ty TNHH PricewaterhouseCoopers Việt Nam;
3. Công ty TNHH KPMG;
4. Công ty TNHH Deloitte Việt Nam.

Ủy quyền cho Hội đồng quản trị chọn một trong các công ty kiểm toán độc lập nêu trên để kiểm toán Báo cáo tài chính năm 2024 của Công ty.

Điều 6: Thông qua thù lao của Hội đồng quản trị năm 2024 là 1.100.000.000 đồng (*Một tỷ một trăm triệu đồng*).

Ủy quyền cho Hội đồng quản trị phân bổ thù lao cho các thành viên theo quy định và ngân sách.

Điều 7: Thông qua phương án để lại toàn bộ lợi nhuận sau thuế lũy kế có thể phân phối của Công ty dùng cho hoạt động sản xuất kinh doanh của Công ty.

Điều 8: Thông qua việc điều chỉnh nội dung Điều lệ và ban hành Điều lệ mới.

Điều 9: Thông qua việc sửa đổi nội dung Quy chế Nội bộ về quản trị công ty và ban hành Quy chế Nội bộ về quản trị mới.

Điều 10: Thông qua việc miễn nhiệm Thành viên HĐQT nhiệm kỳ 2024 - 2029 - Ông Louis T Nguyen theo Đơn từ nhiệm.

Điều 11: Nghị quyết này có hiệu lực kể từ ngày ký. Hội đồng quản trị và Ban điều hành Công ty Cổ phần Đầu tư và Phát triển Bất động sản An Gia có trách nhiệm tổ chức thực hiện Nghị quyết này.

Nơi nhận:

- HĐQT;
- Ban điều hành;
- Cổ đông (để thông báo);
- Lưu: VT,

TM. ĐẠI HỘI ĐỒNG CỔ ĐÔNG
CHỦ TỌA

NGUYỄN BÁ SÁNG