

**VINAHUD URBAN AND HOUSING
DEVELOPMENT INVESTMENT
JOINT STOCK COMPANY**

THE SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom – Happiness

Hanoi, September 17, 2025

No. 2025/TTr/VINAHUD-HĐQT



**(Draft)
PROPOSAL**

**On the Dismissal and Additional Election of Members of the Board of Directors for the
2021–2026 Term**

To:

The Annual General Meeting of Shareholders 2025
VINAHUD Housing and Urban Development Investment Joint Stock Company

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020;
- Pursuant to the Law on Securities No. 54/2019/QH14 dated November 26, 2019;
- Pursuant to Decree No. 155/2020/ND-CP dated December 31, 2020 detailing the implementation of certain provisions of the Law on Securities;
- Pursuant to the Charter of VINAHUD Housing and Urban Development Investment Joint Stock Company;
- Pursuant to the proposal of the Group of Shareholders dated 03/10/2025;

The Board of Directors respectfully submits to the General Meeting of Shareholders the proposal on the dismissal and additional election of a member of the Board of Directors for the 2021–2026 term, as follows:

I. The Board of Directors for the 2021–2026 Term

The current members of the Board of Directors for the 2021–2026 term include:

1. Mr. Truong Quang Minh – Chairman of the Board of Directors
2. Mr. Bui Viet Anh – Member of the Board of Directors
3. Mr. Phan Anh Tuan – Member of the Board of Directors

Currently, Mr. Bui Viet Anh is no longer able to continue serving as a member of the Board of Directors.

Therefore, we respectfully request the General Meeting of Shareholders to approve:

- The dismissal of Mr. Bui Viet Anh from the position of Member of the Board of Directors;
- The additional election of one member to the Board of Directors for the 2021–2026 term in accordance with regulations.

II. Plan for Additional Election of a Member to the Board of Directors for the 2021–2026 Term

According to the Company Charter, approved by the Annual General Meeting of Shareholders on April 26, 2021, Clause 1 and 2, Article 26 stipulate that:

“The number of members of the Board of Directors shall be at least 03 and at most 11. The specific number of members for each term shall be decided by the General Meeting of Shareholders depending on each period. The term of office of a member of the Board of Directors shall not exceed five (05) years and re-election is permitted without limit on the number of terms.”

Additionally, the Extraordinary General Meeting of Shareholders on December 12, 2022 approved that the number of Board members for the 2021–2026 term would be 03 members.

Based on the Company's future development orientation and in order to ensure the effective operation of the Board of Directors—maximizing the competence, experience, and advantages of each member—it is proposed that the number of Board members for the 2021–2026 term remain unchanged at 03 members. Accordingly, the General Meeting shall proceed to elect a replacement for 01 member as stated above.

The additional/replacement election of a Board member shall be conducted based on nominations from shareholders who are eligible to nominate, and the General Meeting shall elect the new member in accordance with the Company Charter and the Law on Enterprises.

III. Eligibility for Candidacy/Nomination to the Board of Directors for the 2021–2026 Term

Shareholders who fully meet the conditions prescribed by the Law on Enterprises and the Company's Charter shall have the right to self-nominate or nominate candidates for the additional/replacement election of members to the Board of Directors for the 2021–2026 term to be voted on by the General Meeting of Shareholders.

Clause 2, Article 25 of the Company's Charter stipulates:

"2. Shareholders or groups of shareholders holding 10% or more of the total ordinary shares shall have the right to nominate candidates to the Board of Directors, specifically as follows:

- a) Shareholders or groups of shareholders holding from 10% to less than 20% of the total voting shares of the Company may nominate **one (01)** candidate;
- b) Shareholders or groups of shareholders holding from 20% to less than 30% of the total voting shares of the Company may nominate up to **two (02)** candidates;
- c) Shareholders or groups of shareholders holding from 30% to less than 40% of the total voting shares of the Company may nominate up to **three (03)** candidates;
- d) Shareholders or groups of shareholders holding from 40% to less than 50% of the total voting shares of the Company may nominate up to **four (04)** candidates;
- e) Shareholders or groups of shareholders holding from 50% to less than 60% of the total voting shares of the Company may nominate up to **five (05)** candidates;
- f) Shareholders or groups of shareholders holding from 60% to less than 70% of the total voting shares of the Company may nominate up to **six (06)** candidates;
- g) Shareholders or groups of shareholders holding from 70% to 80% of the total voting shares of the Company may nominate up to **seven (07)** candidates;
- h) Shareholders or groups of shareholders holding from 80% to less than 90% of the total voting shares of the Company may nominate up to **eight (08)** candidates;



i) Shareholders or groups of shareholders holding from 90% or more of the total voting shares of the Company may nominate up to **nine (09)** candidates, or the total number of candidates if the Board of Directors structure includes more than 9 members."

The above is the proposal on the dismissal and additional election of a member to the Board of Directors for the 2021–2026 term.

We respectfully submit this to the General Meeting of Shareholders for consideration and approval.

Recipients:

- As above;
- Board of Directors, Supervisory Board;
- Company Archives.

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

TRUONG QUANG MINH

