

Số: 34/2026/CV-AGI-IR  
No.: 34/2026/CV-AGI-IR

Tp.HCM, ngày 25 tháng 06 năm 2026  
HCMC, 25<sup>th</sup> June, 2026

CÔNG BỐ THÔNG TIN ĐỊNH KỶ  
ORDINARY INFORMATION DISCLOSURE

Kính gửi: - Ủy ban Chứng khoán Nhà nước  
- Sở Giao dịch Chứng khoán thành phố Hồ Chí Minh  
To: - The State Securities Commission  
- Ho Chi Minh City Stock Exchange

1. Tên tổ chức: CÔNG TY CỔ PHẦN ĐẦU TƯ VÀ PHÁT TRIỂN BẤT ĐỘNG SẢN AN GIA  
Organization: AN GIA REAL ESTATE INVESTMENT AND DEVELOPMENT JOINT STOCK COMPANY

Mã chứng khoán/ Stock ID : AGG  
Địa chỉ : 60 Nguyễn Đình Chiểu, Phường Tân Định, TP. HCM  
Address : 60 Nguyen Dinh Chieu, Tan Dinh Ward, HCMC  
Điện thoại liên hệ/Phone : 028 3930 3366  
Email : [ir@angia.com.vn](mailto:ir@angia.com.vn)

2. Nội dung thông tin công bố: Nghị quyết HĐQT số 14/2026/QĐ-AGI-PL ngày 25/06/2026 thông qua điều chỉnh và bổ sung tài liệu họp ĐHĐCĐ thường niên 2026.  
Disclosure Content: The Resolution no. 14/2026/QĐ-AGI-PL date on 25<sup>th</sup> June 2026 approve the adjustment and supplementation set out in meeting document of AGM 2026.
3. Thông tin này đã được công bố trên trang thông tin điện tử của công ty vào ngày 25/06/2026 tại đường dẫn <https://angia.com.vn/vi/quan-he-dau-tu.html>.  
This information was published on the Company's website on 25/06/2026 at the following link: <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.

We hereby certify that the information provided above is true and assume full legal responsibility for the content of the disclosed information.

Đại diện tổ chức  
Người UQ CBTT

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

Organization Representative Authorized  
Representative for Information Disclosure  
(Signed, full name, and stamped)



NGUYỄN THÀNH CHÂU

Số/No.: 14/2026/NQ-AGI-PL

TP. Hồ Chí Minh, ngày 25 tháng 06 năm 2026  
Ho Chi Minh City, June 25<sup>th</sup>, 2026

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 25/06/2026 (“Biên bản họp”).  
*Pursuant to the Meeting Minutes of the Board of Directors dated June 25<sup>th</sup> 2026 (“Meeting Minutes”).*

QUYẾT NGHỊ

RESOLVE

**Điều 1.** Thông qua việc bổ sung và điều chỉnh tài liệu phục vụ họp Đại hội đồng Cổ đông thường niên 2026 (“Đại hội”) đã được phê duyệt tại Nghị quyết Hội đồng quản trị số 12/2026/NQ-AGI-PL ngày 08/06/2026.

**Article 1.** Approving the adjustment and supplementation set out in document to be used for the 2026 Annual General Meeting of Shareholders (“General Meeting”) approved in Resolution of the BOD No. 12/2026/NQ-AGI-PL dated June 08<sup>th</sup>, 2026.

**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





## MEETING AGENDA

### 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS

**Time** : From 1:30 PM to 4:00 PM, Monday, June 29, 2026

**Location** : Head Office, 60 Nguyen Dinh Chieu, Tan Dinh Ward, Ho Chi Minh City

Time	Order	Item	Presented by
13:30 – 14:00	1	<b>Ceremonial Part</b>	
		Reception – Verification of shareholder status	
		Opening Remarks – Introduction of the Company's leadership, guests – Report on verification of shareholder status	Secretariat
		a. Nomination and vote on the personnel of the General Meeting: ✓ Chairing Board ✓ Secretariat ✓ Vote Counting Committee	Secretariat
		b. Vote on Approval of: ✓ Meeting Agenda ✓ Working Regulations	Head of the Vote Counting Committee
14:00 – 14:30	2	<b>Report Part</b>	
	i.	Report of the Board of Directors on activities in 2025	Mr. Nguyen Ba Sang
	ii.	Report of the Audit Committee	Mr. Do Le Hung
	iii.	Report on the activities of the independent BOD member and the evaluation results of the BOD's activities in 2025	Mr. Le Duy Binh
	iv.	Report on business activities in 2025 and business plan for 2026	Ms. Huynh Thi Kim Anh
14:30 – 14:45	3	<b>Proposal Part</b>	
	i.	Proposal for approval of the Report of the Board of Directors on activities in 2025	Secretariat
	ii.	Proposal for approval of the report of the Audit Committee and the Report on the activities of the independent BOD member	
	iii.	Proposal for approval of the Report on business activities in 2025 and business plan for 2026	
	iv.	Proposal for Approval of the Separate and Consolidated Financial Statements for 2025 Audited by Ernst & Young Vietnam Limited	
	v.	Proposal for Approval of the Selection of the Auditing Firm for the 2026 Financial Statements	
	vi.	Proposal for Approval of the Remuneration for the Board of Directors for 2026	
	vii.	Proposal for Approval of the Profit Distribution Plan	
	viii.	Proposal for Approval of the Amendment of the Charter and Issuance of the New Charter Proposal for Approval of the Amendment of the Regulations on the Operation of the Board of Directors and Issuance of the New Regulations	
	ix.	Proposal for Approval of the Plan for Issuing Shares to Pay Dividends for 2025	
	x.	Proposal for Approval of the Plan for Issuing Bonus Shares under the Employee Stock Ownership Plan (ESOP) for 2026	
	xi.	Proposal for Approval of the Additional Election of Members to the Board of Directors for the 2024–2029 Term	
14:45 – 15:00	4	<b>Voting and Election Session</b>	
15:00 – 15:30	5	<b>Discussion Session</b>	Chairing Board
15:30 – 15:45	6	<b>Report on Vote Counting Results</b>	Secretariat
15:45 – 16:00	7	<b>Approval of the Draft Meeting Minutes and Resolution of the General Meeting of Shareholders</b>	Secretariat
16:00	8	<b>Closing of the General Meeting</b>	Secretariat

**PROPOSAL TO THE GENERAL MEETING OF  
SHAREHOLDERS NO. 06*****Re: Report on Remuneration for the Board of Directors and Board  
of Management for 2025 and Remuneration Plan for the Board of  
Directors for 2026*****Pursuant to:**

- Enterprise Law No. 59/2020/QH14 dated June 17, 2020, and its amendments, supplements, and implementation guidelines;
- Securities Law No. 54/2019/QH14 dated November 26, 2019, and its amendments, supplements, and implementation guidelines;
- Decree No. 155/2020/NĐ-CP dated December 31, 2020, of the Government detailing the implementation of certain provisions of the Securities Law and its amendments, supplements, and implementation guidelines;
- The Charter of An Gia Real Estate Investment and Development Corporation as approved by the General Meeting of Shareholders on May 16, 2025, and amended, supplemented in accordance with legal regulations;
- The internal corporate governance regulations as approved by the General Meeting of Shareholders on May 16, 2025, and amended, supplemented in accordance with legal regulations.

The Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval the report on remuneration for the Board of Directors and Board of Management for 2025 and the remuneration plan for the Board of Directors for 2026, specifically as follows:

1. Remuneration for the Board of Directors for 2025 shall not exceed the total remuneration approved by the 2025 Annual General Meeting of Shareholders. Specifically:

No.	Members of the Board of Directors	Remuneration for 2025 (VND)
1	Mr. Nguyen Ba Sang	0
2	Mr. Do Le Hung	666,666,672
3	Mr. Le Duy Binh	266,666,664
4	Mr. Louis T Nguyen	112,500,000
<b>Total</b>		<b>1,045,833,336</b>

(Source: Audited Consolidated Financial Statements as of December 31, 2025)

2. Income of the Board of Management for 2025:

No.	Members of the Board of Management	Income for 2025 (VND)
1	Ms. Nguyen Mai Giang – Deputy General Director	2,057,200,000
2	Mr. Nguyen Thanh Chau – Chief Accountant	1,781,200,000

(Source: Audited Consolidated Financial Statements as of December 31, 2025)

3. Plan for remuneration for the Board of Directors for 2026: shall not exceed VND 1,240,000,000 (One billion two hundred forty million VND).
4. Authorization for the Board of Directors to distribute remuneration to members in accordance with regulations and budget.

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

Ho Chi Minh City, June 25, 2026

ON BEHALF OF THE BOARD OF  
DIRECTORS

CHAIRMAN OF THE BOARD OF  
DIRECTORS



NGUYEN BA SANG



**PROPOSAL TO THE GENERAL MEETING OF SHAREHOLDERS NO. 07*****Re: Profit Distribution Plan for 2025******(Replacing Proposal No. 07 dated 08/06/2026)***Pursuant to:

- Enterprise Law No. 59/2020/QH14 dated 17/6/2020 and its amendments, supplements, and implementation guidelines;
- Securities Law No. 54/2019/QH14 dated 26/11/2019 and its amendments, supplements, and implementation guidelines;
- Decree No. 155/2020/NĐ-CP dated 31/12/2020 of the Government detailing the implementation of certain provisions of the Securities Law and its amendments, supplements, and implementation guidelines;
- The Charter of An Gia Real Estate Investment and Development Corporation approved by the General Meeting of Shareholders on 16/05/2025 and amended, supplemented in accordance with legal regulations;
- The internal corporate governance regulations approved by the General Meeting of Shareholders on 16/05/2025 and amended, supplemented in accordance with legal regulations.

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

1. The profit distribution for 2025 as follows:

NO.	ITEM	AMOUNT (VND)
1	Distributable after-tax profit of the Company according to the consolidated financial statements as of 31/12/2025.	1,710,580,648,549
2	Appropriation for Funds	0
3	After-tax profit to be distributed:	188,528,080,000
3.1	Appropriation for issuing shares for dividend payment for 2025 (10% of Charter Capital) (*)	162,528,080,000
3.2	Appropriation for issuing bonus shares under the Employee Stock Ownership Program (ESOP) for 2026 (1.6% of Charter Capital) (**)	26,000,000,000
4	Undistributed after-tax profit carried forward to the following year	1,522,052,568,549

(\*) Detailed content in Proposal No. 10 dated 25/06/2026 regarding the plan to issue shares for dividend payment for 2025.

(\*\*) Detailed content in Proposal No. 11 dated 25/06/2026 regarding the plan to issue bonus shares under the Employee Stock Ownership Program (ESOP) for 2026.

2. The Board of Directors is assigned to implement according to regulations.

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



Ho Chi Minh City, June 25, 2026

ON BEHALF OF THE BOARD OF  
DIRECTORS

CHAIRMAN OF THE BOARD OF  
DIRECTORS



NGUYEN BA SANG



**PROPOSAL TO THE GENERAL MEETING OF SHAREHOLDERS NO. 10*****Re: Plan for Issuance of Shares to Pay Dividends for 2025******(Replacing Proposal No. 10 dated 08/06/2026)***Pursuant to:

- Enterprise Law No. 59/2020/QH14 dated 17/06/2020 and its amending, supplementing, and guiding documents;
- Securities Law No. 54/2019/QH14 dated 26/11/2019 and its amending, supplementing, and guiding documents;
- Decree No. 155/2020/NĐ-CP dated 31/12/2020 of the Government detailing the implementation of certain articles of the Securities Law and its amending, supplementing, and guiding documents;
- Circular No. 118/2020/TT-BTC dated 31/12/2020 of the Ministry of Finance guiding certain contents on offering, issuing securities, public tender offers, share buybacks, registration of public companies, and cancellation of public company status; Circular No. 19/2025/TT-BTC dated 05/05/2025 and Circular No. 115/2025/TT-BTC dated 15/12/2025 of the Ministry of Finance amending, supplementing certain articles of Circular No. 118/2020/TT-BTC dated 31/12/2020;
- The Charter of An Gia Real Estate Investment and Development Corporation as approved by the General Meeting of Shareholders on 16/05/2025 and amended, supplemented in accordance with legal regulations;
- The internal corporate governance regulations as approved by the General Meeting of Shareholders on 16/05/2025 and amended, supplemented in accordance with legal regulations,

To meet the capital needs for upcoming business activities and enhance the financial capacity of An Gia Real Estate Investment and Development Corporation (“Company”), the Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval the plan for issuance of shares to pay dividends for 2025, specifically as follows:

**A. PLAN FOR ISSUANCE OF SHARES TO PAY DIVIDENDS**

1. Name of the issued shares:	Shares of An Gia Real Estate Investment and Development Corporation
2. Stock code:	AGG
3. Type of shares:	Common Shares
4. Par value per share:	10,000 VND/share
5. Current charter capital:	1,625,280,810,000 VND
6. Number of shares (“NOS”) currently outstanding:	162,528,081 shares
7. NOS expected to be issued for dividend payment:	16,252,808 shares

8. Total issuance value at par value:	162,528,080,000 VND
9. Expected charter capital after issuance (including the issuance of shares for dividend payment in 2025 and the issuance of bonus shares under the ESOP Program in 2026):	1,813,808,890,000 VND
10. Expected number of shares after issuance (including the issuance of shares for dividend payment in 2025 and the issuance of bonus shares under the ESOP Program in 2026):	181,380,889 shares
11. Issuance Ratio (Expected Issued Shares / Outstanding Shares):	10.00%
12. Issuance Method:	Issuance of shares to pay dividends.
13. Issuance Target:	Existing shareholders listed in the shareholder list on the final registration date to exercise the right to receive shares issued as dividends, as provided by the Vietnam Securities Depository and Clearing Corporation.
14. Source of Funds for Issuing Shares to Pay Dividends:	Undistributed after-tax profits as of December 31, 2025, based on the audited financial statements for 2025 of the Company in accordance with legal regulations.

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<p><b>15. Exercise Ratio for issuance of shares to pay dividends:</b></p>	<p>Exercise Ratio: 10:1 (<i>equivalent to 10.00%</i>)</p> <p>On the date of finalizing the shareholder list to exercise the right to receive shares issued to pay dividends, shareholders owning 10 shares will receive 1 additional issued share.</p> <p>Rounding method, odd share handling: Shares issued to pay dividends will be rounded down to the nearest whole number. Any fractional shares (<i>if any</i>) will be canceled.</p> <p><i>Example: Shareholder A owns 101 shares on the date of finalizing the shareholder list to exercise the right to receive additional issued shares to pay dividends. At the ratio of 10:1 (equivalent to 10%), shareholder A receives 10.10 additional issued shares (101 * 10.00%). According to the odd share handling principle mentioned above, shareholder A receives 10 additional issued shares, and the fractional 0.10 share will be canceled.</i></p> <p>In the event of a discrepancy between the expected number of shares issued to pay dividends (<i>16,252,808 shares</i>) and the actual number of shares issued to shareholders according to the rounding method and odd share handling mentioned above, this discrepancy will be canceled.</p> <p>The right to receive shares issued to pay dividends is non-transferable.</p>
<p><b>16. Restrictions related to the transfer of shares:</b></p>	<p>Additional shares issued to pay dividends are common shares and are not subject to transfer restrictions.</p>
<p><b>17. Plan to Ensure Share Issuance Complies with Foreign Ownership Ratio Regulations</b></p>	<p>According to Official Letter No. 3723/UBCK-PTTT dated July 19, 2021, from the State Securities Commission, the maximum foreign ownership ratio at the Company is 50%.</p> <p>Under this issuance plan, the Company issues shares to pay dividends to existing shareholders at an exercise ratio of 10:1. Therefore, this issuance will not increase the foreign ownership ratio at the Company. Simultaneously, the Company ensures the legal rights of foreign shareholders (<i>if any</i>) in accordance with Clause 5, Article 139 of Decree No. 155/2020/NĐ-CP (<i>amended and supplemented at Point b, Clause 56, Article 1 of Decree No. 245/2025/NĐ-CP</i>) as well as other shareholders.</p> <p>The General Meeting of Shareholders authorizes the Board of Directors to approve a plan ensuring the issuance of shares complies with regulations on foreign ownership limits at the Company as prescribed.</p>
<p><b>18. Implementation timeline:</b></p>	<p>Expected in 2026. The specific timing shall be determined by the Board of Directors after the Company completes the registration procedures for issuance and the State Securities Commission of Vietnam issues a notification of receipt of all issuance report documents for the Company's dividend payment shares.</p>
<p><b>19. Issuance order:</b></p>	<p>The issuance of shares for the 2025 dividend payment as per this Proposal shall be conducted prior to the issuance of bonus shares under the Employee Stock Ownership Plan (ESOP) for 2026 (<i>The issuance of bonus shares under the Employee Stock Ownership Plan (ESOP) for 2026 is detailed in Proposal No. 11 dated 25/06/2026</i>).</p>

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<p><b>20. Increase in charter capital and amendment of the Company Charter regarding charter capital based on actual issuance results:</b></p>	<p>Upon completion of the share issuance, based on the actual issuance results, the General Meeting of Shareholders authorizes the Board of Directors to implement procedures to increase charter capital, amend the Company Charter, and adjust charter capital on the Enterprise Registration Certificate as prescribed.</p>
<p><b>21. Registration for depository and additional listing of shares:</b></p>	<p>All successfully issued shares shall be registered for additional depository at the Vietnam Securities Depository and Clearing Corporation and registered for additional listing at the Stock Exchange in accordance with current legal regulations.</p>

## B. AUTHORIZATION FOR IMPLEMENTATION

In addition to the matters specifically authorized to the Board of Directors as stated in the Issuance Plan, the General Meeting of Shareholders authorizes the Board of Directors to carry out tasks related to the issuance of shares to pay dividends, including but not limited to the following tasks:

- Implementation of the detailed issuance plan:
  - + Determine the appropriate timing to implement the issuance plan and carry out necessary procedures to issue shares in accordance with legal regulations, including the preparation, amendment, supplementation, and detailed explanation of the registration dossier for issuance to the State Securities Commission;
  - + Proactively develop a plan to ensure the foreign investor ownership ratio complies with legal regulations;
  - + Select an appropriate timing for the issuance of shares after receiving written notification from the State Securities Commission regarding the receipt of complete issuance report documents, ensuring that the issuance under the employee stock ownership plan is conducted after the issuance of shares for dividend payment;
  - + Determine the final registration date for shareholders to exercise their rights, and other timelines related to the issuance implementation, and carry out the procedures for finalizing the shareholder list in accordance with regulations;
  - + In addition to the above-authorized matters, during the implementation of the Issuance Plan, the Board of Directors is fully authorized to perform other tasks related to the share issuance as required by the State regulatory authorities and/or in accordance with actual circumstances to ensure the completion of the share issuance in compliance with legal regulations.
- Carry out the procedures for registration of depository and additional listing: Prepare the dossier and perform the necessary procedures and tasks to complete the registration of depository and additional listing for the total number of shares issued after the completion of the issuance.
- Decide and perform the procedures to change the contents of the enterprise registration (*including the registration of increased charter capital after the completion of the issuance*) and sign the necessary documents related to the adjustment of increased charter capital on the Company's Enterprise Registration Certificate with the competent State authority.
- Amend and supplement the charter capital level, the number of outstanding shares, and other related contents in the Company's Charter concerning the approved content mentioned above. In the event that additional contents in the Charter need to be amended or supplemented when implementing the Company's enterprise registration procedures with the competent authority, the General Meeting of Shareholders authorizes the Board of Directors to decide on the amendments and supplements.
- All other matters related to the Company's share issuance;

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- During the implementation of the above-mentioned tasks, the General Meeting of Shareholders agrees to authorize the Board of Directors to delegate authority to the Chairman of the Board of Directors and/or the General Director to implement the necessary tasks and procedures to complete the share issuance in accordance with regulations.

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

Ho Chi Minh City, June 25, 2026

ON BEHALF OF THE BOARD OF  
DIRECTORS

CHAIRMAN OF THE BOARD OF  
DIRECTORS



NGUYEN BA SANG



**PROPOSAL TO THE GENERAL MEETING OF SHAREHOLDERS NO. 11*****Re: Plan for Issuance of Bonus Shares under the Employee Stock Ownership Plan (ESOP) for 2026******(Replacing Proposal No. 11 dated 08/06/2026)*****Pursuant to:**

- *Enterprise Law No. 59/2020/QH14 dated 17/06/2020 and its amending, supplementing, and guiding documents;*
- *Securities Law No. 54/2019/QH14 dated 26/11/2019 and its amending, supplementing, and guiding documents;*
- *Decree No. 155/2020/NĐ-CP dated 31/12/2020 of the Government detailing the implementation of certain articles of the Securities Law and its amending, supplementing, and guiding documents;*
- *Circular No. 118/2020/TT-BTC dated 31/12/2020 of the Ministry of Finance guiding certain contents on offering, issuing securities, public tender offers, share repurchases, public company registration, and public company status cancellation; Circular No. 19/2025/TT-BTC dated 05/05/2025 and Circular No. 115/2025/TT-BTC dated 15/12/2025 of the Ministry of Finance amending, supplementing certain articles of Circular No. 118/2020/TT-BTC dated 31/12/2020;*
- *The Charter of An Gia Real Estate Investment and Development Corporation approved by the General Meeting of Shareholders on 16/05/2025 and amended, supplemented in accordance with legal regulations;*
- *The internal corporate governance regulations approved by the General Meeting of Shareholders on 16/05/2025 and amended, supplemented in accordance with legal regulations.*

In order to enhance the financial capacity of the Company as well as acknowledge the contributions of key personnel who have accompanied and contributed to the Company's development in the past period, the Board of Directors ("BOD") respectfully submits to the General Meeting of Shareholders ("GMS") for approval of the contents related to the Plan for Issuance of Bonus Shares under the Employee Stock Ownership Plan ("ESOP") for 2026 with the following contents:

**I. Purpose of issuance:**

Acknowledge the contributions and create long-term commitment with the Company's key personnel during the past operational period.

**II. Plan for issuance under the Employee Stock Ownership Plan:**

1. **Issuing organization:** An Gia Real Estate Investment and Development Corporation
2. **Name of shares:** Shares of An Gia Real Estate Investment and Development Corporation
3. **Stock code:** AGG
4. **Type of shares issued:** Common Shares
5. **Par value of shares:** 10,000 VND/share
6. **Current charter capital:** 1,625,280,810,000 VND
7. **Number of shares issued:** 162,528,081 shares

8. **Number of shares outstanding:** 162,528,081 shares
9. **Expected number of shares to be issued:** 2,600,000 shares
10. **Issuance ratio** (*expected number of shares to be issued / number of outstanding shares*): 1.60% number of outstanding shares of the Company.
11. **Total par value of issuance:** VND 26,000,000,000.
12. **Expected number of shares after issuance** (*including the issuance of shares for the 2025 dividend payment and the issuance of bonus shares under the 2026 ESOP Program*): 181,380,889 shares.
13. **Expected charter capital after issuance** (*including the issuance of shares for the 2025 dividend payment and the issuance of bonus shares under the 2026 ESOP Program*): VND 1,813,808,890,000.
14. **Issuance price:** VND 10,000 per share, utilized from undistributed after-tax profits as of December 31, 2025, based on the Company's audited financial statements for 2025.
15. **Issuance method:** Issuance of bonus shares under the employee stock ownership plan.
16. **Source of issuance funds:** Undistributed after-tax profits as of December 31, 2025, based on the Company's audited financial statements for 2025 in accordance with legal regulations.

**17. Issuance subjects:**

**17.1. Employee eligibility criteria for program participation:**

Eligibility criteria for employees participating in the 2026 ESOP Program:

- Senior management personnel holding positions at the Company such as: Director of Finance and Accounting, Project Director, Director of Project Legal Affairs, Design Director, Deputy Director of Accounting, Deputy Director of Design Management, Deputy Director of Project Procurement;
- Having outstanding and positive contributions to **The Gio Project** – the Company's key project in 2025;
- Having been employed and associated with the Company for **at least one year** as of May 31, 2026;
- Achieving a work performance evaluation (KPI) in 2025 of **over 75%** according to the Company's internal assessment.

**17.2. Specific issuance subjects:**

The issuance subjects include 07 key personnel (hereinafter referred to as “**ESOP Members**”) as follows:

No.	Full Name	Position at the Company	Estimated Number of Shares to be Issued (*)
1	Huynh Thi Kim Anh	Director of Finance and Accounting Division	1,180,358
2	Pham Thi Tra My	Deputy Director of Accounting	100,000
3	Tran Do Minh Tan	Project Director	969,642
4	Nguyen Tran Dung	Director of Project Legal Affairs	100,000
5	Nguyen Vu Quang Vinh	Deputy Director of Design Management	50,000
6	Le Thi Thuan	Deputy Director of Project Procurement	100,000
7	Pham Viet Bach	Director of Design	100,000
	<b>Total</b>		<b>2,600,000</b>

*(\*) The number of shares expected to be issued as a bonus for each Employee is determined according to the principles outlined in section 18 of this Proposal, with detailed information in the Appendix - List of Participants in the 2026 ESOP Program)*

As of the date of share issuance under the employee program, employees shall not be eligible to participate in the issuance if they fall into one of the following cases:

- The Company has received a written notice regarding the resignation/termination of the Employee as of the date the Company determines to issue bonus shares to the Employee;
- The Company has decided to terminate the employment contract with the Employee as of the date the Company determines to issue bonus shares to the Employee.

In the event that any employee is not eligible to participate in the aforementioned issuance, the number of shares anticipated for issuance to such employee shall be canceled and not issued. The Company shall issue bonus shares to the remaining Employees on the list according to the exact number of shares anticipated for issuance to these Employees. Simultaneously, the Company shall adjust the total number of shares issued to match the actual number of shares issued.

## **18. Principles for determining the number of shares distributed to each ESOP Member:**

### **18.1. Principles (Formula) for determining the number of shares distributed to each ESOP Member**

The determination of the number of shares distributed to each eligible individual shall be based on the following principles (or formula):

- Determine the number of shares each ESOP Member is entitled to purchase according to the formula:

$$\begin{array}{l} \text{Number of} \\ \text{shares each} \\ \text{ESOP} \\ \text{Member is} \\ \text{awarded} \end{array} = \frac{\text{Total number of ESOP shares issued}}{\text{Total Points of ESOP Members}} \times \begin{array}{l} \text{Points of the} \\ \text{individual ESOP} \\ \text{Member} \end{array}$$

- Determine the Points of the ESOP Member using the formula:

$$\text{Points of ESOP Member } i = C_i^{CV} + C_i^{DA} + C_i^{TN} + C_i^{KPI}$$

*Where:*

*C<sup>CV</sup>: is the Criterion Points according to the position of ESOP Member i;*

*C<sup>DA</sup>: is the Criterion Points according to the level of contribution to the key project of ESOP Member i;*

*C<sup>TN</sup>: is the Criterion Points according to the seniority of ESOP Member i;*

*C<sup>KPI</sup>: is the Criterion Points according to the KPI of ESOP Member i.*

- The number of shares allocated to the ESOP Member according to the above calculation formula shall be rounded down to the nearest whole unit.

*Example: The total number of ESOP shares issued is 2,600,000 shares. The total Points of the ESOP Members is 1,456 points. The Points of the specific ESOP Member is 543 points. According to the calculation formula, the total number of shares the ESOP Member is awarded is 969,642 shares (Calculation: (2,600,000 shares/1,456 points)\*543 points = 969,642.857 shares, rounded down to the nearest whole unit is 969,642 shares).*

- In the event of fractional shares arising from rounding according to the above calculation formula and the difference between the total number of shares anticipated for issuance (2,600,000 shares) and the total number of shares awarded to ESOP Members according to the above calculation formula, these shares shall be allocated as a bonus to the ESOP Member with the highest point (Ms. Huynh Thi Kim Anh).

## 18.2. Criterion Points:

### a. Criterion Points according to position:

No.	Position Title	Points (Ci <sup>CV</sup> )
1	Director of Finance and Accounting Division	100
2	Project Director	97
3	Director of Project Legal Affairs, Design Director	15
4	Deputy Director of Accounting, Deputy Director of Design Management, Deputy Director of Project Procurement	5

### b. Criterion Points according to the level of contribution to the key project (The Gio Project):

No.	Contribution Level	Points (Ci <sup>DA</sup> )
1	Significant Contribution	450
2	Outstanding Contribution	335
3	Good Contribution	20
4	Basic Contribution	9

### c. Criterion Points according to seniority:

Seniority at An Gia Real Estate Investment and Development Corporation is calculated from the date of commencement (*date of joining*) at the Company to May 31, 2026, measured in years.

No.	Seniority Scoring (Ni)	Points (Ci <sup>TN</sup> )
1	$01 \leq Ni < 05$ (from 01 year to under 05 years)	4
2	$05 \leq Ni < 15$ (from 05 years to under 15 years)	11
3	$15 \leq Ni$ (from 15 years and above)	15

### d. Criterion Points according to KPI

No.	KPI Performance Evaluation (2025 Evaluation Points)	Points (Ci <sup>KPI</sup> )
1	$95\% < KPI$	100
2	$85\% < KPI \leq 95\%$	20
3	$75\% < KPI \leq 85\%$	10

19. **Transfer restrictions:** The shares issued as bonuses under the ESOP program shall be subject to a transfer restriction for one year from the date of the issuance's conclusion;

All additional shares issued by the Company as dividends in shares and/or bonus shares from equity capital/treasury shares (*if any*) that ESOP Members receive arising from the ESOP shares of 2026 shall be freely transferable.

20. **Expected issuance period:** Expected in 2026, with the specific issuance timing delegated to the Board of Directors to decide upon, following written notification from the State Securities Commission regarding the receipt of complete issuance report documents under the employee stock ownership plan.

21. **Issuance sequence:** The issuance of bonus shares under the employee stock ownership plan (ESOP) for 2026 as per this Proposal shall be conducted after the issuance of shares for the 2025 dividend payment (*The issuance of shares for the 2025 dividend payment is detailed in Proposal No. 10 dated 25/06/2026*).

22. **Share repurchase:** The General Meeting of Shareholders authorizes the Board of Directors to decide on cases of share repurchase (*and/or cases where the Company is not required to repurchase shares*), the share repurchase plan, the plan for selling the repurchased shares, and to implement the necessary procedures in accordance with the prevailing legal regulations at the time of execution.
23. **Plan to ensure compliance with foreign ownership ratio regulations:** Delegate and authorize the Board of Directors to approve a plan ensuring that the share issuance complies with foreign ownership ratio regulations.
24. **Increase in the Company's charter capital:** Increase the Company's charter capital corresponding to the total par value of the actual number of shares issued.
25. **Amendment to the Company Charter:** Amend the Charter regarding the new charter capital based on the total par value of the actual number of shares issued.
26. **Registration for additional depository and listing:** All shares issued under the employee stock ownership plan shall be registered additionally with the Vietnam Securities Depository and Clearing Corporation ("*VSDC*") and registered for additional listing on the Ho Chi Minh City Stock Exchange ("*HOSE*") after the issuance concludes in accordance with regulations.

### III. Authorization for execution:

The General Meeting of Shareholders delegates and authorizes the Board of Directors to carry out the related tasks to complete the aforementioned issuance plan, including:

- Implementing the issuance and distribution of shares according to the issuance plan;
- Deciding on the detailed contents of the issuance plan and/or amending, supplementing, or changing the issuance plan as necessary according to the Company's actual situation or as required by competent authorities to ensure the successful issuance and compliance with legal regulations;
- Select an appropriate timing for the issuance of shares after receiving written notification from the State Securities Commission regarding the receipt of all issuance report documents, ensuring that the share issuance under the employee stock ownership plan is conducted after the dividend payment share issuance;
- Approval of the Regulations on the issuance of shares under the employee stock ownership plan, the list of employees eligible to participate in the program, and the number of shares allocated to each participant based on the employee participation criteria approved by the General Meeting of Shareholders;
- Approval of the plan to ensure the share issuance complies with regulations on foreign ownership limits;
- Decision on the handling of odd shares and undistributed shares (*if any*);
- Decision to repurchase shares from ESOP members who resign during the period when ESOP shares are still subject to transfer restrictions;
- Decision on cases for share repurchase (*and/or cases where the Company is not required to repurchase shares*), the plan for share repurchase, the plan for selling the repurchased shares by the Company, and the implementation of necessary procedures in accordance with current legal regulations at the time of execution;
- Proceed with the procedures to amend and supplement the Company's Charter to record the increase in charter capital from the results of the share issuance under the employee stock ownership plan;
- Approval of the increase in charter capital and the implementation of necessary legal procedures to amend the Enterprise Registration Certificate corresponding to the total par value of shares actually issued after completing the share issuance;

- Carry out the procedures for additional registration of issued shares with the Vietnam Securities Depository and Clearing Corporation and additional listing registration with the Ho Chi Minh City Stock Exchange in accordance with legal regulations.

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

Ho Chi Minh City, June 25, 2026

ON BEHALF OF THE BOARD OF  
DIRECTORS

CHAIRMAN OF THE BOARD OF  
DIRECTORS



NGUYEN BA SANG

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## APPENDIX. LIST OF PARTICIPANTS IN THE 2026 ESOP PROGRAM

(Attached to Proposal No. 11 dated 25/06/2026 regarding the Plan for Issuing Bonus Shares under the Employee stock ownership plan (ESOP) for 2026)

No.	Full Name	Position at the Company	Date of Employment	Seniority (years)	KPI 2025 (%)	Contribution Level to Key Projects	Criteria Points by Position	Criteria Points by Level of Contribution to Key Project	Criteria Points by Seniority	Criteria Points by KPI	Total Criteria Points	Number of Shares Issued Calculated by Formula	Allocation of Fractional Shares Arising from Rounding Down	Total Number of Shares to be Issued
							(Ci <sup>CV</sup> )	(Ci <sup>PA</sup> )	(Ci <sup>SN</sup> )	(Ci <sup>KPI</sup> )	(Ci <sup>CV</sup> + Ci <sup>PA</sup> + Ci <sup>SN</sup> + Ci <sup>KPI</sup> )	(A)	(B)	(A+B)
1	Huynh Thi Kim Anh	Director of Finance and Accounting Division	10/02/2020	6.3	98.8	Significant	100	450	11	100	661	1,180,357	1	1,180,358
2	Pham Thi Tra My	Deputy Director of Accounting Department	12/10/2015	10.6	93.0	Good	5	20	11	20	56	100,000		100,000
3	Tran Do Minh Tan	Project Director	26/09/2018	7.7	97.3	Outstanding	97	335	11	100	543	969,642		969,642
4	Nguyen Tran Dung	Director of Project Legal Department	17/10/2016	9.6	81.7	Good	15	20	11	10	56	100,000		100,000
5	Nguyen Vu Quang Vinh	Design Management Deputy Director	01/07/2024	1.9	80.8	Basic	5	9	4	10	28	50,000		50,000
6	Le Thi Thuan	Project Procurement Deputy Director	27/05/2021	5.0	89.0	Good	5	20	11	20	56	100,000		100,000

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No.	Full Name	Position at the Company	Date of Employment	Seniority (years)	KPI 2025 (%)	Contribution Level to Key Projects	Criteria Points by Position	Criteria Points by Level of Contribution to Key Project	Criteria Points by Seniority	Criteria Points by KPI	Total Criteria Points	Number of Shares Issued Calculated by Formula	Reduction of Fractional Shares Arising from Rounding Down	Total Number of Shares to be Issued	
7	Pham Viet Bach	Director of Design Department	05/09/2016	9.7	82.8	Good	(C <sup>CV</sup> )	(C <sup>DA</sup> )	(C <sup>TN</sup> )	(C <sup>KPI</sup> )	(C <sup>CV</sup> + C <sup>DA</sup> + C <sup>TN</sup> + C <sup>KPI</sup> )	(A)	(B)	(A+B)	
<b>Total</b>												1,456	2,599,999	1	2,600,000



**PROPOSAL TO THE GENERAL MEETING OF SHAREHOLDERS NO. 12*****Re: Election of Additional Members to the Board of Directors for the 2024–2029 Term******Pursuant 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/NĐ-CP dated December 31, 2020, of the Government detailing the implementation of certain provisions of the Securities Law;
- The Charter of An Gia Real Estate Investment and Development Corporation as approved by the General Meeting of Shareholders on May 16, 2025, and amended and supplemented in accordance with the law;
- The internal regulations on corporate governance as approved by the General Meeting of Shareholders on May 16, 2025, and amended and supplemented in accordance with the law,
- Based on the applications for candidacy and nomination for the Board of Directors ("BOD")

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

1. Approval of the number of Board of Directors members for the 2024–2029 term: 4 members;
2. Approval of the election of 1 additional member to the Board of Directors for the 2024–2029 term;
3. List of candidates for independent members of the Board of Directors for the 2024–2029 term:

The Board of Directors respectfully submits to the General Meeting of Shareholders the list of candidates for independent members of the Board of Directors for the 2024–2029 term as follows:

The Board of Directors has pre-identified 1 candidate and introduces the candidate for the position of Board of Directors member as:

NO.	Full Name	Year of Birth	Nationality	Position of Candidacy
1	Vo Dang Hai	1991	Vietnam	Board of Directors Member

*Attached is the brief curriculum vitae of the candidate*

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

Ho Chi Minh City, June 25, 2026

ON BEHALF OF THE BOD

CHAIRMAN OF THE BOD



NGUYEN BA SANG



AN GIA REAL ESTATE INVESTMENT AND DEVELOPMENT CORPORATION  
60 Nguyen Dinh Chieu, Tan Dinh Ward, Ho Chi Minh City  
Tel: (+84)28.3930 3366 Website: <https://angia.com.vn/>

## REPORT OF THE INDEPENDENT MEMBER OF THE BOARD OF DIRECTORS

FISCAL YEAR 2025

SUBMITTED TO THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS

To: 2026 Annual General Meeting of Shareholders of An Gia Real Estate Investment and Development Corporation

I am **Le Duy Binh**, an Independent Member of the Board of Directors ("BOD"), and concurrently the Chairman of the Audit Committee of the Company.

Pursuant to the provisions of corporate governance law, the Company Charter, and current internal regulations, I hereby report to the General Meeting of Shareholders on the performance of the functions and duties of the Independent Member of the BOD for the fiscal year 2025 as follows:

### 1. Activities of the Board of Directors

The BOD convened meetings in accordance with the prescribed order and procedures. Meeting materials were duly prepared in a complete and proper manner, ensuring the quality of discussions and decision-making. The meeting agenda focused on key matters, including strategic direction, business and production plans, investment, and risk management.

In addition, the BOD maintained close coordination with the Executive Board and relevant units to stay updated on the Company's operations, address difficulties, and ensure the smooth conduct of the Company's activities. Resolutions and decisions were issued within the BOD's authority, and information disclosure was carried out in accordance with applicable regulations.

### 2. General Assessment

The BOD managed the Company in full compliance with applicable laws, the Company Charter, and the governance standards applicable to public companies. Information disclosure was conducted transparently and on time, and no violations arose during the year.

Supervision over the Executive Board was carried out on a regular basis, ensuring that business and production activities remained aligned with the objectives and orientations previously set. Transactions with related parties were controlled and approved in accordance with applicable regulations, with no conflicts of interest arising.

### 3. Conclusion

In 2025, the BOD effectively fulfilled its roles and responsibilities in governance and supervision, ensuring that the Company's operations were compliant, transparent, and oriented toward stable and sustainable development.

The above is my report in my capacity as an Independent Member of the Board of Directors of An Gia Real Estate Investment and Development Corporation.

Respectfully submitted to the General Meeting of Shareholders for consideration.

Sincerely,

INDEPENDENT MEMBER OF  
THE BOARD OF DIRECTORS

LE DU Y BINH

THE SOCIALIST REPUBLIC OF VIETNAM

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NOMINATION LETTER

CANDIDATE FOR THE BOARD OF DIRECTORS TERM 2024 - 2029

To: The Board of Directors of An Gia Real Estate Investment and Development Joint Stock Company

We are a group of shareholders of An Gia Real Estate Investment and Development Joint Stock Company (AGG) (the "Company") who jointly hold **16,824,475 shares**, representing **10.35%** of the total voting shares of the Company, whose names are listed below:

LIST OF NOMINATING SHAREHOLDERS

No.	Shareholder	ID/Passport/BRC No.	Date of Issue	Place of Issue	Number of Shares	Percentage (%)
1	Nguyen Thi Nho				5,282,825	3.25 %
2	Vo Văn Sang				1,788,025	1.10 %
3	Nguyen Van Trung				5,509,800	3.39 %

No.	Shareholder	ID/Passport/BRC No.	Date of Issue	Place of Issue	Number of Shares	Percentage (%)
4	Nguyen Thi Phuong				4,243,825	2.61 %
	<b>TOTAL</b>				<b>16,824,475</b>	<b>10.35 %</b>

In accordance with the Charter of An Gia Real Estate Investment and Development Joint Stock Company and statutory laws, we hereby nominate the following individual as a candidate for the Board of Directors:

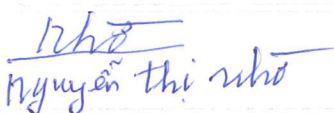
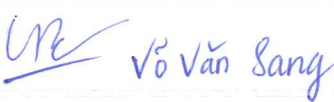

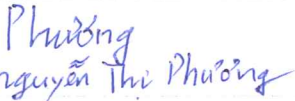
#### NOMINATED CANDIDATE DETAILS

No.	Full Name of Candidate	ID/Passport No.	Date of Issue	Place of Issue	Academic Level	Number of Shares
1	Vo Dang Hai				Bachelor / Master	0 (0%)

We guarantee and bear full responsibility for the accuracy and truthfulness of this document and the attached profile. We further commit to fully comply with the provisions of the Law and the Company's Charter regarding the nomination of candidates for the Board of Directors for the 2024 – 2029 term.

Thank you respectfully.

#### CONFIRMATION BY SHAREHOLDER GROUP

No.	Shareholder Name	Signature of Shareholders
1	Nguyen Thi Nho	
2	Vo Van Sang	
3	Nguyen Van Trung	
4	Nguyen Thi Phuong	

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**CURRICULUM VITAE**

**(For Candidate Nominating to the Board of Directors of An Gia Real Estate Investment and Development Joint Stock Company)**

- **Full Name:** VO DANG HAI
- **Gender:** Male
- **Date of Birth:** August 27, 1991
- **Place of Birth:** Binh Dinh Province
- **Citizen Identity Card (CIC) No.:**
  
- **Nationality:** Vietnamese
- **Ethnic Group:** Kinh
- **Permanent Address:**
  
- **Contact Number:**
- **Professional Qualification:** Master's Degree

**Current positions held at organizations/enterprises:**

1. Director – Legal Representative at Dien Phuc Khang Real Estate Joint Stock Company.
2. Director – Legal Representative at Minh Khang Real Estate Company Limited.
3. Director – Legal Representative at An Viet Land Housing Business Company Limited.
4. Director – Legal Representative at Sunbay Resort Company Limited.

**Positions currently held at other organizations:** None.

**WORK HISTORY & PROFESSIONAL EXPERIENCE**

Period	Employment History, Profession, and Positions Held (Duties & Location)	Remarks
2013 - 2016	Auditor at Thanh Thanh Cong Joint Stock Company (TTC)	
2016 - 2020	Chief Accountant at Thanh Thanh Cong Joint Stock Company (TTC)	
2020 - Present	Director at Dien Phuc Khang Real Estate Joint Stock Company	

**Number of Shares Held:**

- **Personal Ownership:** 0 shares, accounting for 0% of the charter capital.
- **Representative Ownership:** Representing a shareholder group holding 16,819,830 shares, accounting for 10.35% of the total voting shares of the Company.

**Other Commitments (if any):**

- **Related interests to the public company/public fund:** None.
- **Conflicts of interest with the public company/public fund:** None.

I hereby declare that the above statements are true and accurate to the best of my knowledge. I shall bear full responsibility before the law for any misrepresentation.

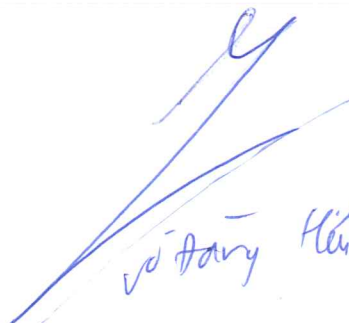
I pledge to fulfill my duties with honesty and integrity if elected as a member of the Board of Directors.

*Ho Chi Minh City, June 15, 2026*

**Declarant**

*(Signed and Stated Full Name)*

**VO DANG HAI**



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COMMITMENT LETTER

(For Candidate Nominating to the Board of Directors)

To: An Gia Real Estate Investment and Development Joint Stock Company

- **Full Name:** VO DANG HAI
- **Gender:** Male
- **Date of Birth:** August 27, 1991
- **Citizen Identity Card (CIC) No.:**
  
- **Permanent Address:**
  
- **Contact Number:**

Being nominated by a shareholder group holding **16,824,475 shares**, which accounts for **10.35%** of the total voting shares of An Gia Real Estate Investment and Development Joint Stock Company.

**Commitment Content:** I am nominated for the position of Member of the Board of Directors ("BOD") of An Gia Real Estate Investment and Development Joint Stock Company.

I hereby commit to the following:

1. All information provided in the nomination profile is truthful, accurate, and correct.
2. In the event that I am elected to the BOD, I will perform my duties honestly, prudently, and in the best interests of the Company.
3. Fully comply with legal regulations, the Company's Charter, and relevant internal regulations.

*Ho Chi Minh City, June 15, 2026*

**The Undertaker** (*Signed and Stated Full Name*) **VO DANG HAI**

