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No.: 109/2021/CV-TGĐ-VCR JSC

Hanoi, 05 October 2021

DISCLOSURE OF INFORMATION ON THE ELECTRONIC INFORMATION PORTAL OF THE STATE SECURITIES COMMISSION AND HO CHI MINH CITY STOCK EXCHANGE

To: - The State Securities Commission

- Ho Chi Minh City Stock Exchange

Company's name: VINCOM RETAIL JOINT STOCK COMPANY (the "Company")

Ticker symbol: VRE

Headquarters: No. 7, Bang Lang 1 Street, Vinhomes Riverside Eco-Logical Urban Area, Viet

Hung Ward, Long Bien District, Hanoi

Tel: (84 24) 3974 9999 Fax: (84 24) 3974 8888

The person making the disclosure of information: Ms. Tran Mai Hoa – Chief Executive Officer

Type of disclosure: \square 24-hour \square 72-hour \square extraordinary \square as requested \square periodic

The content of information disclosure:

On 05 October 2021, the Chairperson of the Board of Directors, on behalf of the General Meeting of Shareholders ("GMS"), has issued the Resolution approving matters within the jurisdiction of the GMS after completing the solicitation of shareholder's written opinion (details as attached).

On the same day, based on the results of the election of a new member of the Supervisory Board as specified in the Resolution of the GMS, members of the Supervisory Board held a meeting and mutually agreed to elect Mr. Chu Anh Dung to hold the position of Head of the Supervisory Board of the Company for the term 2017 - 2022.

This information is disclosed on the Company's website via http://ir.vincom.com.vn/en, under the Information Disclosure / Annual General Meeting of Shareholders section.

We hereby certify that the above information is true and we are fully responsible before the laws with regards to the information disclosed.

Attachments:

- Minutes on voting counting and Resolution of the GMS

THE LEGAL REPRESENTATIVE OF THE COMPANY CHIEF EXECUTIVE OFFICER

(signed)

TRAN MAI HOA

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SHAREHOLDERS VOTE COUNTING MINUTES VINCOM RETAIL JOINT STOCK COMPANY (BY WAY OF SOLICITATION OF SHAREHOLDERS' WRITTEN OPINIONS)

VINCOM RETAIL JOINT STOCK COMPANY

Headquarters address: No. 7, Bang Lang 1 Street, Vinhomes Riverside Ecological Urban Area, Viet Hung Ward, Long Bien District, Hanoi, Vietnam.

Enterprise Registration Certificate No: 0105850244 issued for the first time by the Business Registration Office of Hanoi Department of Planning and Investment on April 11, 2012.

Today, at 10:00 a.m on 05 October, 2021, at the headquarters of Vincom Retail Joint Stock Company (the "Company"), the Board of Directors ("BOD") organizes the vote counting of written opinion of shareholders.

The vote counting committee consists of following members:

- 1. Ms. Thai Thi Thanh Hai Chairperson of the BOD, representing the BOD
- 2. Ms. Nguyen Thu Phuong Member of the Supervisory Board Supervising the vote counting
- 3. Ms. Nguyen Bao Hanh Secretary carrying out the vote counting and preparation of Minutes

Jointly counts the votes casted with respect to the issuance of resolutions of the General Meeting of Shareholders in the form of solicitation of shareholders' written opinions.

I. The purpose and matters for solicitation of shareholders' written opinions

The Chairperson of the BOD, on behalf of the BOD, organized the solicitation of shareholders' written opinions in order to approve the following matters:

- 1. Approving the step down of Ms. Do Thi Quynh Trang as a member of the Supervisory Board for the term 2017 2022
- 2. Approving the Election regulations to elect a new member of the Supervisory Board
- 3. Approving the changes of business lines of the Company
- 4. Approving the amendment of the Company's Charter
- 5. Election of a member of the Supervisory Board

II. General information

- Charter capital of the Company: VND 23,288,184,100,000
- Total shares of the Company: 2,328,818,410 shares, in which:
 - Number of ordinary shares: 2,328,818,410 shares
 - Number of preferred shares: 0 shares
- Total shares with voting rights: 2,272,318,410 shares, accounting for 100% of total eligible votes (excluding 56,500,000 treasury shares without voting rights).

- Total number of shareholders with voting rights: 34,027 shareholders, accounting for 100% of total votes in accordance with the Company's shareholders registrar as provided by the Vietnam Securities Depository on September 6, 2021.

III. Vote counting results

- 1. Total number of written ballots sent to shareholders: 34,027 ballots, representing 2,272,318,410 shares, accounting for 100% of total eligible votes.
- 2. Number of written ballots submitted by shareholders: 107 ballots, representing 1,782,081,310 shares, accounting for 78.43% of total eligible votes, in which:
 - Number of valid written ballots: 107 ballots, representing: 1,782,081,310 shares.
 - Number of invalid written ballots: 0 ballots, representing: 0 shares.
- 3. Number of written ballots not submitted by shareholders: 33,920 ballots, representing 490,237,100 shares, accounting for 21.57% of total eligible votes.
- IV. The voting results for each matter being solicited through written opinions:
- 1. Approving the step down of Ms. Do Thi Quynh Trang as a member of the Supervisory Board for the term 2017 2022

Voting result:

No.	Types of opinion	Number of written ballots	Number of shares represented	Representing percentage of total voting shares (%)	Representing percentage of eligible votes returned the Company (%)
1	Approve	106	1,778,878,800	78.29	99.82
2	Disapprove	0	0	0	0
3	No opinion	1	3,202,510	0.14	0.18

2. Approving the election regulations to elect a new member of the Supervisory Board for the term 2017 - 2022

Voting result:

No.	Types of opinion	Number of written ballots	Number of shares represented	Representing percentage of total voting shares (%)	Representing percentage of eligible votes returned to the Company (%)
1	Approve	107	1,782,081,310	78.43	100
2	Disapprove	0	0	0	0
3	No opinion	0	0	0	0

3. Approving the changes of business lines of the Company

Voting result:

No.	Types of opinion	Number of written ballots	Number of shares represented	Representing percentage of total voting shares (%)	Representing percentage of eligible votes returned to the Company (%)
1	Approve	107	1,782,081,310	78.43	100
2	Disapprove	0	0	0	0
3	No opinion	0	0	0	0

4. Approving the amendment of the Company's Charter

Voting result:

No.	Types of opinion	Number of written ballots	Number of shares represented	Representing percentage of voting shares (%)	Representing percentage of eligible votes returned to the Company (%)
1	Approve	107	1,782,081,310	78.43	100
2	Disapprove	0	0	0	0
3	No opinion	0	0	0	0

5. Election of a member of the Supervisory Board

Voting result:

No.	Name of the additionally elected Supervisory Board's member	Number of shares represented	Representing percentage of voting shares (%)	Representing percentage of eligible votes returned to the Company (%)
1	Mr. Chu Anh Dung	1,744,531,003	76.77	97.89

V. Approved resolutions:

1. The first resolution: Approving the step down of Ms. Do Thi Quynh Trang as a member of the Supervisory Board for the term 2017 – 2022

This Resolution is approved by 78.29% of the total eligible votes and shall take effect immediately.

2. The second resolution: Approving the Election regulations to elect a new member of the Supervisory Board for the term 2017 - 2022

This Resolution is approved by 78.43% of the total eligible votes and shall take effect immediately.

3. The third resolution: Approving the changes of business lines of the Company

This Resolution is approved by 78.43% of the total eligible votes and shall take effect immediately.

4. The fourth resolution: Approving the amendment of the Company's Charter

This Resolution is approved by 78.43% of the total eligible votes and shall take effect immediately.

5. The fifth resolution: Election of a member of the Supervisory Board

Mr. Chu Anh Dung is elected to be a member of the Supervisory Board by 76.77% of the total eligible votes and shall take effect immediately.

The vote counting is completed on the same day.

All members of the vote counting committee agreed with 100% of the contents of the minutes, and jointly responsible for the accuracy and truthfulness of this vote counting minutes and signed below.

Signature of members of the vote counting committee:

ON BEHALF OF THE BOARD OF DIRECTORS

Chairperson of the Board of Director – Chairperson of Vote Counting Committee ON BEHALF OF
VOTE COUNTING
COMMITTEE
Member of the Supervisory Board

(signed)

Supervise the vote counting

(signed)

THAI THI THANH HAI

NGUYEN THU PHUONG

SECRETARY

Conduct the vote counting

(signed)

NGUYEN BAO HANH

THE SOCIALIST REPUBLIC OF VIETNAM

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No.: 03/2021/NQ-DHDCD-VCR JSC

Hanoi, 05 October, 2021

RESOLUTION OF THE GENERAL MEETING OF SHAREHOLDERS VINCOM RETAIL JOINT STOCK COMPANY

GENERAL MEETING OF SHAREHOLDERS

- Pursuant to Law on Enterprises and its guiding documents;
- Pursuant to Law on Securities and its guiding documents;
- Pursuant to Charter of Vincom Retail Joint Stock Company (the "Company");
- Based on the Minutes of vote counting prepared by the Voting Counting Committee dated 05 October, 2021.

RESOLVED:

Article 1: Approving the step down of Ms. Do Thi Quynh Trang as a member of the Supervisory Board for the term 2017 - 2022.

Article 2: Approving the election regulations to elect a new member of the Supervisory Board for the term 2017 - 2022.

Article 3: Approving the change of the business lines of the Company as specified in the Proposal of the Board of Directors ("BOD") attached to this Resolution.

Article 4: Approving the amendment of the Company's Charter as specified in the Proposal of the BOD attached to this Resolution.

Article 5: To elect the additional member of the Supervisory Board for the term 2017 - 2022 by the method of cumulative voting with the following result:

No.	Name of addtional member of the Supervisory Board	Number of votes	Ratio (%)
1	Mr. Chu Anh Dung	1,744,531,003	76.77

The term of the elected member of the Supervisory Board is according to the remaining term of the Supervisory Board (2017 - 2022).

After electing additional member, the Supervisory Board of the Company includes:

- 1. Ms. Nguyen Thu Phuong
- 2. Ms. Tran Thanh Tam
- 3. Mr. Chu Anh Dung

Article 6: Effectiveness

This Resolution takes effect from the signing date.

Members of BOD, the Management and related departments of the Company are responsible for the implementation of this Resolution./.

Recipients:

- Shareholders;
- Members of the BOD;
- Supervisory Board;
- Company Archives.

ON BEHALF OF THE GENERAL MEETING OF SHAREHOLDERS

CHAIRPERSON OF THE BOD

(signed)

THE SOCIALIST REPUBLIC OF VIET NAM

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Hanoi, 05 October 2021

ELECTION REGULATION OF ADDITIONAL MEMBER OF THE SUPERVISORY BOARD

(applied to elect additional member of the Supervisory Board by the way of solicitation of shareholders' written opinions)

Pursuant to:

- Law on Enterprises No. 59/2020/QH14 dated 17 June 2020 and its guiding documents;
- The Law on Securities No. 54/2019/QH14 dated 26 November 2019 and its guiding documents;
- Charter of Vincom Retail Joint Stock Company (the "Company").

The General Meeting of Shareholders of the Company ("GMS") shall elect an additional member of the Supervisory Board by collecting the shareholders' written opinions in accordance with the following regulations:

<u>Article 1</u>: Principles and subjects of election:

- 1. Principles for election:
 - a) To vote in accordance with law, the Comapny's Charter and in accordance with this Regulation to ensure the democracy and legitimate interests of all shareholders.
 - b) Voting by accumulating votes by solicitation of shareholders' written opinions.
- 2. Eligible to vote are shareholders according to the list of shareholders on 06 September 2021 provided by the Vietnam Securities Depository (VSD).

Article 2: Quantity and criteria of member of the Supervisory Board to be elected:

- 1. Number of additional members of the Supervisory Board: 01 member.
- 2. Criteria and requirements for additional members of the Supervisory Board:
 - Candidates must meet the criteria and requirement of a member of the Supervisory Board in accordance with Article 169 of the Law on Enterprises and the Charter of the Company, specifically:
 - a) Not being in the category of not having the right to establish and manage an enterprise in accordance with the Law on Enterprises;
 - Having been trained in one of the majors in economics, finance, accounting, audit, law, business administration or a major that is relevant to the enterprise's business operation;
 - c) Not being a relative of any of the members of the Board of Directors, Director/General Director and other executives;
 - d) Not being prohibited from managing enterprises;
 - e) Not working for financial, accounting department of the Company;

- f) Not a member or employee of the independent auditing company auditing financial statements of the Company in the last 03 (three) recent years;
- g) Not necessarily being a shareholder or an employee of the Company.

Article 3: Method of election:

- 1. The election of the members of the Supervisory Board shall be conducted by the method of cumulative voting whereby each shareholder has the total number of votes corresponding to the total number of shares owned / represented.
- 2. Shareholders may cumulate wholly or partly their votes to the candidate provided that their votes do not exceed the total number of votes cast.

For examples:

A shareholder owning 100 ordinary shares equivalent to 100 votes;

This shareholder may cumulate 100 votes or a number of votes but not exceeding 100 shares for the candidate.

Article 4: Form of conducting the election:

1. Election ballot:

Each shareholder receives a ballot from the Company to vote for the additional member of the Supervisory Board ("**Election Ballot**"). Each Election Ballot states the full name of the shareholder, address, contact number (if any), shareholder code, number of votes corresponding to number of shares owned, and candidate's name nominated to the BOD.

2. Regulations on the Election Ballot:

- 2.1. A valid Election Ballot:
 - a) Issued by the Company;
 - b) With Company's round seal;
 - c) With the signature of the shareholder;
 - d) Not torn, erased, corrected.

2.2. Invalid Election Ballot:

- a) Not issued by the Company;
- b) Without Company's round seal;
- c) Tearing, brushing, erasing, correcting or adding the names of candidates who are not on the list of nominees;
- d) Without the signature of the shareholder;
- e) Adding more information or symbols;
- f) Having the total number of votes for candidate in excess of the total number of votes the shareholder is entitled to vote;
- g) Ballots sent to the Company after the deadline stated in the ballot form.

Invalid ballots are not included in the vote counting results.

2.3. Election method of the Election Ballot:

- a) The Election Ballot stated "Number of eligible votes" of the shareholders.
- b) Shareholders may cumulate wholly or partly their votes by inserting to column

- "Number of votes" so that number of votes is not more than total number of eligible votes.
- c) In the case of an individual shareholder, he or she signs and states his or her full name. In the case of an institutional shareholder, the legal representative signs, states his or her full name and stamps company's seal.

3. Principles of sending the Election Ballot:

- a) Shareholders send the Election Ballots fully filled in by fasimile, email or by post in sealed envelope or by any other forms to the registered address of the Company on time in accordance with the deadline stated on the Election Ballot.
- b) Shareholders who do not send the Election Ballots to the Company shall be considered as forfeiting their rights to vote for the election of additional members of the BOD.

4. Regulations on the vote counting:

- a) The BOD organizes the Election Ballot counting. The vote counting committee consists of the BOD's Chairperson (on behalf of the BOD), the Chief Executive Officer, 01 member of the Supervisory Board and 01 secretary jointly to inspect the vote counting according to the following regulations:
 - To check the validity of the Election Ballots;
 - To check each Election Ballot and to record the election results of the candidates;
 - To seal the entire Election Ballot after completing the vote count.

b) Minutes of the vote counting:

- The secretary is responsible to prepare the minutes of the vote counting;
- The minutes of the vote counting shall include the following contents:
 - + Time and venue for conducting the vote counting.
 - + The total number of Election Ballots sent to shareholders.
 - + The number of Election Ballots returned to the Company.
 - + The number of Election Ballots not returned to the Company.
 - + The number and percentage of valid Election Ballots.
 - + The number and percentage of invalid Election Ballots.
 - + The number and percentage of votes for the candidates.
 - + The signatures of members of vote counting committee.

Article 5. The principles of selecting a member of the Supervisory Board

Successful candidates must have valid votes of at least 50% of the total eligible votes of the Company.

<u>Article 6.</u> Announcement of the results of election of additional member of the Supervisory Board

The result of the election of additional member of the Supervisory shall be stipulated in the Resolution of the GMS and disclosed in accordance with the regulations and posted on the Company's website together with the minutes of vote counting.

Article 7. Validity of the Regulation

This Regulation consists of 07 (seven) articles and is valid after being approved by the GMS and is the legal basis for the election of additional members of the Supervisory Board.

CHAIRPERSON OF THE BOARD OF DIRECTORS

(signed)

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Hanoi, 16 August 2021

-----**-** ⊗ **⊗**------No. 08/2021/TTr-HDQT-VCR

PROPOSAL OF THE BOARD OF DIRECTORS

Re: Approving the change of business lines and amendment to the Company's Charter
Respectfully to: THE GENERAL MEETING OF SHAREHOLDERS

The Board of Directors (the "BOD") of Vincom Retail Joint Stock Company ("Vincom Retail" or the "Company") is hereby submitting to the General Meeting of Shareholders (the "GMS") to approve the change of business lines and amendment to the Company's Charter with the following main information:

1. Approving the change on details of some registered business lines of the Company

No.	Sector Code	Name of the registered business line	Name of business line after adjustment	Reason for adjustment
1.	4610	Commission agents, brokers and auction agents Details: Commission agents' services	Commission agents, brokers and auction agents Details: Commission agents' services (excluding goods which are not committed under the WTO Commitments and on the list to which foreign investors and foreign-invested business organizations do not have the right to export, import or distribute)	To clarify scope of the business lines registered
2.	4690	Non-specialized wholesale trade Details: Exercising wholesale right of goods in accordance with the law (excluding goods which are not committed under the WTO Commitments). (Foreign-invested economic organizations carrying out the sale and purchase of goods and activities directly related to the sale and purchase of goods in accordance with the Decree No. 09/2018/ND-CP dated 15 January 2018)	Non-specialized wholesale trade Details: Exercising wholesale right of goods distribution in accordance with the law (excluding goods which are not committed under the WTO Commitments, and goods on the list, to which foreign investors and foreign-invested economic organizations do not have the right to export, import or distribute)	As above
3.	4773	Retail sale of other new goods in specialized stores	Retail sale of other new goods in specialized stores	As above

No.	Sector Code	Name of the registered business line	Name of business line after adjustment	Reason for adjustment
		Details: Exercising retail rights (establishment of retail outlets) of goods distribution in accordance with the law (excluding goods which are not committed under the WTO Commitments). (Foreigninvested economic organizations carrying out the sale and purchase of goods and activities directly related to the sale and purchase of goods in accordance with the Decree No. 09/2018/ND-CP dated 15 January 2018)	Details: Exercising goods distribution right in retail format (establishment of retail outlets) in accordance with the law (excluding goods which are not committed under the WTO Commitments and goods on the list, to which foreign investors and foreign-invested economic organizations do not have the right to export, import or distribute)	
4.	6810	Trading of own or rented property and land use	Trading of own or rented property and land use rights	As above.
		rights Details: Trading of real estate	Details: Trading of real estate (excluding activities of the business lines which are prohibited to foreign investors)	

Assigning the Chief Executive Officer – the legal representative of the Company to carry out necessary procedures at the competent State authorities to adjust the business lines of the Company in accordance with the law and consistent with the content approved by the GMS.

2. Approving the amendment to the Company's Charter

Approving the amendment to the Article 4.1 of the Company's Charter on the business lines of the Company in accordance with the change of business lines as mentioned above and assigning the Chief Executive Officer – the legal representative of the Company to review, sign and issue the Amendment to the Charter in accordance with the law.

Respectfully submitted to the GMS for consideration and approval.

Thank you./.

Recipients:

- As above;
- The Company's archives.

ON BEHALF OF THE BOARD OF DIRECTORS CHAIRPERSON

(signed)

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Hanoi, 15 September 2021

-----**cs** ⊕ **&>-----**No.: 09/2021/TTr-HDQT-VCR

PROPOSAL OF THE BOARD OF DIRECTORS

Re: Approving the amendment to the Company's Charter

Respectfully to: THE GENERAL MEETING OF SHAREHOLDERS

The Board of Directors (the "**BOD**") of Vincom Retail Joint Stock Company ("**Vincom Retail**" or the "**Company**") is hereby submitting to the General Meeting of Shareholders (the "**GMS**") to approve the amendment to the Company's Charter with the following main information:

	pprove the	amendment to the Company's Charter	with the following main information:	
No.	Article	Contents of the current Charter	Proposed adjustments	Reason for adjustments
1.	3.5	The Company has three (3) legal representatives, consisting of the Chairperson of the BOD, the CEO and the Deputy CEO in charge of security, safety and fire prevention, in which:	The Company has three (3) legal representatives, consisting of the Chairperson of the BOD, the CEO and the Deputy CEO/ Director/Head of Department in charge of security, safety and fire prevention, in which:	To fit the personnel structure of the Company at certain time.
		 a) The Chairperson of the BOD, without prejudice to other rights and obligations under this Charter, shall have the right to represent the Company in transactions within the jurisdiction of the GMS; b) The CEO has the rights and obligations of the legal representative in accordance with this Charter and relevant laws, except for the rights and 	 a) The Chairperson of the BOD, without prejudice to other rights and obligations under this Charter, shall have the right to represent the Company in transactions within the jurisdiction of the GMS; b) The CEO has the rights and obligations of the legal representative in accordance with this Charter and relevant laws, except for the rights and obligations. 	
		obligations as legal representatives of the Chairperson of the BOD and the Deputy CEO in charge of security, safety and fire prevention;	obligations as legal representatives of the Chairperson of the BOD and the Deputy CEO in charge of security, safety and fire prevention;	
		c) The Deputy CEO in charge of security, safety and fire prevention shall have the rights and obligations to represent the Company as follows:	c) The Deputy CEO/ Director/ Head of Department in charge of security, safety and fire prevention shall have the rights and obligations to represent the Company as follows:	
		- Taking legal responsibility in activities and operations of the	- Taking legal responsibility in activities and operations	

No.	Article	Contents of the current Charter	Proposed adjustments	Reason for adjustments
		Company relating to security, safety and fire prevention of the Company and all of its branches and business locations.	of the Company relating to security, safety and fire prevention of the Company and all of its branches and business locations.	
		- Representing the Company in the capacity as plaintiff, defendant, and person with related interests and obligations before the arbitration or court relating to security, safety and fire prevention matters.	- Representing the Company in the capacity as plaintiff, defendant, and person with related interests and obligations before the arbitration or court relating to security, safety and fire prevention matters.	
		- Approving, on behalf of the Company, and representing the Company in transactions related to security, safety and fire prevention whose value falls below 30% of the total assets recorded in the most recent financial statement of the Company.	- Approving, on behalf of the Company, and representing the Company in transactions related to security, safety and fire prevention whose value falls below 30% of the total assets recorded in the most recent financial statement of the Company.	
		The BOD will assign specific responsibilities for each legal representative in accordance with business requirements.	The BOD will assign specific responsibilities for each legal representative in accordance with business requirements.	

Assigning Chief Executive Officer – the Legal representative of the Company to review, sign and issue the amendment to the Charter in accordance with the laws.

Respectfully submitted to the GMS for consideration and approval.

Thank you./.

Recipients:

- As above;
- The Company's archives.

ON BEHALF OF THE BOARD OF DIRECTORS CHAIRPERSON

(signed)