

ILA JOINT STOCK COMPANY

THE SOCIALIST REPUBLIC OF VIETNAM

Independence - Freedom - Happiness

No: 32./2025/CBTT-ILA

Ho Chi Minh City, day 05 month 04 year 2025

INFORMATION DISCLOSURE

To: The State Securities Commission

Hanoi Stock Exchange

1. *Name of organization: ILA Joint Stock Company*

- *Stock code: ILA*

- *Address: 49 Street No. 5, An Phu An Khanh Urban Area, An Phu Ward, Thu Duc City, Ho Chi Minh City*

- *Tel: 0869 265 299*

- *E-mail: info@ilagroup.com.vn*

Type of information disclosure: ☐ 24 Hours ☐ 72 Hours ☐ Abnormal ☐ Upon REquest ☐ Periodic.

2. *Contents of disclosure:*

- *ILA Joint Stock Company announces draft documents for the 2025 General Meeting of Shareholders*

3. *This information was published on the company's website on 05/04/2025, as in the link <https://ilagroup.com.vn/tai-lieu-dai-hoi-co-dong>*

We hereby certify that the information provided is true and correct and we bear the full responsibility to the law.

information announcer

Attached documents:

- *Draft documents for the 2025 Shareholders' Meeting*

Legal Representative



DANG XUAN HUU

MEETING INVITATION

ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025

Dear: shareholders:

Shareholder cod:.....

Address:.....

Number Registered ownership:.....

Number of shares owned:

The Board of Directors of ILA Joint Stock Company respectfully invites shareholders to attend the 2025 Annual General Meeting of Shareholders, specifically as follows:

1. Time : 8h30, day 26 month 04 year 2025

2. Location: Sepia Restaurant, No. 1 Confucius, Binh Tho Ward, Thu Duc City, Ho Chi Minh City

3. Congress content: The Congress program and documents are posted and announced on the company's website at: www.ilagroup.com.vn/tai-lieu-dai-hoi-co-dong 20 days before the opening of the congress.

4. Attend the congress:

- (i) Shareholders or authorized persons attending the meeting must bring the following documents:
- Meeting invitation.
 - Identity card/citizen identification card/passport.
 - Authorization letter to attend the meeting (if the attendee receives authorization from a shareholder).

- (ii) If Shareholders authorize another person to attend the General Meeting, please fill out the *Authorization Form to attend the General Meeting attached to the invitation letter or another form with certified signature according to the provisions of the Civil Law.*

(Note: The authorization letter must clearly state the name of the authorized individual or organization and must include the number of authorized shares. The authorization letter must be an original, with a live signature. In case of receiving authorization from an organizational shareholder, the authorization letter must have the seal of the authorizing organization).

- (iii) To ensure the organization is well prepared, we kindly request that Shareholders confirm their attendance and send the Authorization Letter (if any) before 4:00 p.m. on April 24, 2025 to the Shareholder Management Department of ILA Joint Stock Company:

- Phone: 0869.265.299 – Ms Dung
- Email: info@ilagroup.com.vn

We are pleased to welcome shareholders to the meeting.!

Ho Chi Minh City, day 24 month 2-year 2025

ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRPERSON



VO XUAN PHONG

SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom - Happiness



POWER OF ATTORNEY

ATTEND THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS

Dear: ILA Joint Stock Company

Shareholder name:

Legal representative (for organizations):

IDcard/citizenidentification/Passport/CNĐKDN number: date issued:

Address:

Phone:

Total number of shares represented or owned: share.

(Shareholders choose one of the two items below, check the appropriate box)

1. REGISTER FOR MEETING ☐

2. AUTHORIZATION FOR ☐

Name of individual/organization:

IDcard/citizenidentification/Passport/GPĐKKD number:date issued:.....
in.....

Address:

Phone:.....

Email:.....

Number of authorized shares:

share.

OR

In case shareholders cannot attend and cannot authorize another person, shareholders can authorize the following member of the Board of Directors of the company:

Stt	Full name	Position	Check mark	Number of authorized shares
1	Mr. Vo Xuan Phong	Chairman of the Board		
2	Mr. Dang Xuan Huu	Board Member		

Authorization content:

The authorized party is authorized to represent the Authorizing Party to attend the 2025 Annual General Meeting of Shareholders of ILA Joint Stock Company held on April 26, 2025 and represent the Authorizing Party to vote to approve valid contents in the meeting agenda as a representative for the above authorized shares.

The authorized party is fully responsible for this authorization and commits to strictly comply with current regulations of the Law.

Note:

The authorization must comply with the relevant provisions of civil law and the company's charter. The authorized person must bring his/her ID card/citizen identification card/passport and authorization letter when attending the 2025 annual general meeting of shareholders.

This authorization is only valid when it is signed by both parties and has the seal of ILA Joint Stock Company. For authorization from an institutional shareholder, the seal of the authorizing organization is required. This authorization will expire when the Annual General Meeting of Shareholders of ILA Joint Stock Company ends..

....., day month year 2025

AUTHORIZED PARTY
(Sign and print full name)

AUTHORIZED PARTY
(Sign and print full name)



ILA JOINT STOCK COMPANY

Address: No. 49, Street No. 5, An Phu An Khanh Urban Area, An Phu Ward, Thu Duc City, Ho Chi Minh City. Tel.: 0869.265.299

Website: <http://ilagroup.com.vn>

PROGRAM For ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025

1. Time: 9:00 a.m., April 26, 2025

2. Location: No. 1 Confucius, Binh Tho Ward, Thu Duc City, Ho Chi Minh City.

3. Specific program content:

PROGRAM CONTENT	TIME	
Opening Session of the General Meeting		
- Welcoming delegates and shareholders. - Check the qualifications of delegates; issue voting cards, ballots, election ballots and Congress documents.	08:30	08:45
- Organizational stability. - Report on the results of the verification of shareholders' qualifications to attend the meeting.	08:45	09:00
- Introduction of Delegates and Meeting Chairs. - The Chairman introduces and approves the list of the Presidium (Voting) - Appointment of secretariat. - Approve the composition of the Ballot Counting Committee. (Voting) - Introducing the Delegate Qualification Examination Committee (Voting) - Approve the meeting agenda. (Voting) - Approve the Working Regulations and Election Regulations. (Voting opinions)	09:00	09:15
Opening of the 2025 Annual General Meeting of Shareholders.	09:15	09:20
CONFERENCE CONTENT		
The Board of Directors, Board of Management and Board of Supervisors present the following contents:		
1. Report of the Board of General Directors on business activities in 2024		



2. Board of Directors' report for 2024 Presentations at the Congress: 1. Submission for Approval of Audited Financial Statements for 2024 2. Proposal for selection of company to audit financial statements for 2025. 3. Report on Approval of 2024 Business and Production Results 4. Report on 2025 Business Production Plan. 5. Submission for approval of remuneration and bonus for the Board of Directors in 2025 6. Proposal for approval of change of head office 7. Proposal for Approval of the 2024 After-Tax Profit Distribution Plan and the 2025 After-Tax Profit Distribution Plan. 8. Proposal to cancel the plan to issue individual shares to increase charter capital. 9. Other contents under the decision-making authority of the General Meeting of Shareholders.	09:20	10:10
• Conference discussion	10:10	10:25
• Instructions on voting rules for meeting issues. • Conduct voting on reports and presentations. • Instructions for election and conducting additional elections for Board of Directors members.	10:25	10:40
• Take breaks	10:40	11:00
SUMMARY AND CLOSING OF THE CONGRESS		
• The Secretariat reads the Draft Minutes of the Meeting and Resolution of the Shareholders' Meeting • The General Meeting of Shareholders votes to approve the contents of the Meeting Minutes and the Resolution of the General Meeting of Shareholders	11:10	11:15
• Closing statement of the Congress.	11:15	11:20

Note: The above General Meeting Program may change according to the actual situation during the organization of the 2025 Annual General Meeting of Shareholders.

WORKING REGULATIONS
ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025
ILA JOINT STOCK COMPANY

In order to ensure the success of the 2025 Annual General Meeting of Shareholders of ILA Joint Stock Company, the Board of Directors has developed regulations, principles of work, conduct, and voting at the General Meeting for the General Meeting of Shareholders to approve as follows:

1. PURPOSE

- Ensure the order, principles of conduct, and voting at the Annual General Meeting of Shareholders of ILA Joint Stock Company are in accordance with regulations and are successful.
- The Resolutions of the General Meeting of Shareholders represent the unified will of the General Meeting of Shareholders, meet the wishes and interests of shareholders, and are in accordance with the law.

2. SUBJECTS AND SCOPE

- Subjects: All shareholders, representatives (authorized persons) and guests attending the Annual General Meeting of Shareholders of ILA Joint Stock Company must comply with and comply with the provisions of this Regulation, the Company's Charter and current regulations of law.
- Scope of application: This Regulation is used for organizing the 2025 Annual General Meeting of Shareholders of ILA Joint Stock Company.

3. List of Abbreviations/ Definition of Terms

- | | |
|------------------|---|
| - The Company | : ILA Joint Stock Company |
| - HĐQT | : Board of Directors |
| - BKS | : Board of Supervisors |
| - UBKT | : Audit Committee |
| - Kiểm soát viên | : Member |
| - BTC | : Organizing Committee |
| - ĐHĐCĐ | : General meeting of shareholders |
| - Đại biểu | : Shareholder, representative (authorized person) |
| - Đại hội | : Shareholders' Meeting |

4. CONTENT OF REGULATIONS

Working regulations of the 2025 Annual General Meeting of Shareholders

4.1 Conditions for holding a General Meeting of Shareholders

- The General Meeting of Shareholders is held when the number of shareholders attending the meeting represents at least 51% of the voting shares.
- In case the first meeting does not meet the conditions for holding it as prescribed in Clause 1, Article 19 of the Company's Charter, the notice of invitation to the second meeting shall be sent within 30 days from the date of the first meeting. The second General Meeting of Shareholders shall be held when the number of shareholders attending the meeting represents at least 33% of the voting shares.
- In case the second meeting does not meet the conditions for holding it as prescribed in Clause 2, Article 19 of the Company's Charter, the notice of invitation to the third meeting shall be sent within 20 days from the date of the planned second meeting. The third General Meeting of Shareholders shall be held regardless of the total number of votes of the shareholders attending the meeting.

4.2 Conditions for shareholders to attend the General Meeting

The Company's shareholders with voting rights according to the list finalized on February 14, 2025 are entitled to attend the General Meeting of Shareholders; they can attend directly or authorize their representatives to attend. In case there is more than one representative authorized according to the provisions of law, the number of shares of each representative must be specifically determined

4.3 Guests at the Congress

- Are the Company's management positions, guests, and members of the Congress Organizing Committee who are not shareholders of the Company but are invited to attend the Congress
- Guests are not allowed to speak at the Congress (except in cases where they are invited by the Congress Chairman, or have registered in advance with the Congress Organizing Committee and have the consent of the Congress Chairman).

4.4 Delegates attending the Congress must comply with the following regulations

- Be on time, dress politely and formally, comply with security checks (if any), personal documents, etc. as required by the Congress Organizing Committee.
- Receive documents and papers for the Congress at the reception desk in front of the Congress hall.
- Late arriving shareholders have the right to register immediately and then have the right to participate and vote immediately at the General Meeting. The Chairman is not responsible for stopping the General Meeting to allow late arriving shareholders to register to attend; the voting results of issues that have been voted on before the delegate arrives will not be affected
- Leave your phone on vibrate mode or turn it off. When necessary, go outside to talk
- No smoking, keep order in the Congress room.

Working regulations of the 2025 Annual General Meeting of Shareholders

- Comply with the regulations of the Organizing Committee and the Congress Chairman.
- In case a delegate does not comply with the inspection regulations or the above measures and regulations, the Chairman, after careful consideration, may refuse or expel the above delegate from the Congress venue to ensure that the Congress takes place normally according to the planned program.

4.5 Chairman and Presidium

- The presidium includes the Chairman and Members.
- The Chairman of the Board of Directors shall chair or authorize another member of the Board of Directors to chair the General Meeting of Shareholders convened by the Board of Directors;
- In case the Chairman is absent or temporarily unable to work, the remaining members of the Board of Directors shall elect one of them to be the Chairman of the meeting according to the majority principle. In case no one can be elected as the Chairman, the Chief Executive Officer shall let the General Meeting of Shareholders elect the Chairman of the meeting from among the attendees and the person with the highest number of votes shall be the Chairman of the meeting;
- Except for the case specified in Point a, Clause 2, Article 20 of the Company's Charter, the person who signs the summons for the General Meeting of Shareholders shall preside over the General Meeting of Shareholders to elect the Chairman of the meeting and the person with the highest number of votes shall be appointed as the Chairman of the meeting.
- The chairman appoints one or more people to act as meeting secretaries.
- The chairman of the meeting has the right to take necessary and reasonable measures to conduct the General Meeting of Shareholders in an orderly manner, in accordance with the approved agenda and reflecting the wishes of the majority of attendees.
- The Chairman has the right to postpone a General Meeting of Shareholders with a sufficient number of registered attendees for no more than 03 working days from the date of the scheduled opening of the meeting and may only postpone the meeting or change the meeting location in accordance with the provisions of Clause 8, Article 146 of the Law on Enterprises.
- Duties of the Presidium:
 - Manage the activities of the Company's General Meeting of Shareholders according to the Board of Directors' planned program approved by the General Meeting of Shareholders;
 - Guide delegates and the Congress to discuss the contents in the program;
 - Draft and conclude necessary issues for the Congress to vote on;
 - Respond to questions requested by the Congress;
 - Resolve issues arising during the Congress.
- Working principles of the Presidium: The Presidium works according to the principles of

collective, democratic centralism, and majority decision.

4.6 Secretary of the Congress

- The Chairman appoints one or more persons to act as the Secretary of the meeting.
- Duties and powers:
 - Record fully and truthfully the content of the General Meeting;
 - Receive the registration form for speaking of the Delegates;
 - Prepare the meeting minutes and draft the Resolution of the General Meeting of Shareholders;
 - Assist the Chairman in disclosing information related to the General Meeting of Shareholders and notifying the Shareholders in accordance with the law and the Company's Charter.
 - Other tasks as required by the Chairman.

4.7 Vote Counting Committee

- The General Meeting of Shareholders elects one or more people to the Ballot Counting Committee at the request of the Chairman of the meeting. Candidates participating in the election or nomination (when conducting the election) are not allowed to participate in the Ballot Counting Committee.
- Duties of the Ballot Counting Committee:
 - Disseminate the principles, rules, and instructions on voting and election methods.
 - Review and report to the General Meeting any violations of voting and election rules or complaints about voting and election results;
 - Check and record voting and election ballots, make minutes of the vote counting, announce the results; transfer the minutes to the Chairman.

4.8 Delegate Qualification Examination Committee

- The Delegate Qualifications Committee of the General Meeting consists of 02 people, including 01 Head of the Committee and 01 member, introduced by the Chairman to the General Meeting.
- Duties of the Delegate Qualifications Committee:
 - Check the qualifications and situation of shareholders and shareholder representatives attending the meeting.
 - The Head of the Delegate Qualifications Committee reports to the General Meeting of Shareholders on the situation of shareholders attending the meeting. If the meeting has enough shareholders and authorized representatives with the right to attend the meeting representing at least 51% of the total number of votes, the General Meeting of Shareholders of the Company will be held.

4.9 Speech at the Congress

- Delegates attending the Congress who wish to express their opinions must have the consent of the Chairman of the Congress. Delegates should speak briefly and focus on the key issues that need to be discussed, in accordance with the program content approved by the Congress or send their opinions in writing to the Secretary of the Congress to summarize and report to the Chairman.
- The Chairman of the Congress will arrange for delegates to speak in the order of registration, and at the same time answer shareholders' questions at the Congress or record the answers in writing later.

4.10 Voting to approve issues at the Congress

4.10.1 Principles

- All issues in the agenda and content of the General Meeting must be discussed and voted on publicly by the General Meeting of Shareholders.
- Voting cards, Voting forms and Election forms are printed, stamped and sent directly to delegates at the meeting by the Company (attached with the documents for attending the General Meeting of Shareholders). Voting cards, Voting forms and Election forms clearly state the delegate's code, full name, number of shares owned and authorized to vote of that delegate
- The Chairman proposes voting forms for each issue in the agenda for the Congress to approve.
- Voting forms are as follows:
 - o Voting by raising the Voting Card: this form is used to approve issues such as: Approving the list of the Presidium; Approving the composition of the Vote Counting Committee; Introducing the Delegate Qualification Inspection Committee; Approving the Meeting Agenda; Approving the Working Regulations, Election Regulations.
 - o Voting by filling in the Voting Card: this form is used to approve the submissions under the decision-making authority of the General Meeting of Shareholders.

4.10.2 Voting method

- o Delegates vote to Approve, Disapprove or Abstain from an issue put to vote at the Congress by raising the Voting Card or filling in the options on the Voting Card corresponding to the content to be voted on as prescribed in Section 4.10.1.
- o When voting by raising the Voting Card, the front of the Voting Card must be raised towards the Presidium. In case a delegate does not raise the Voting Card in all three votes of Approval, Disapproval or No opinion on an issue, it is considered as a vote of approval on that issue. In case a delegate raises the Voting Card more than one (01) time when voting Approval, Disapproval or No opinion on an issue, it is considered an invalid vote. In the form of voting by raising the Voting Card, the Member of the Delegate Qualification Examination Committee/Vote Counting Committee marks the delegate code and the

Working regulations of the 2025 Annual General Meeting of Shareholders

corresponding number of votes of each shareholder Approval, Disapproval, No opinion and Invalid.

- When voting by filling out the Voting Form, for each content, delegates choose one of the three options "Agree", "Disagree", "No opinion" printed in the Voting Form by marking "X" or "✓" in the box they choose. After completing all the content to be voted on at the Congress, delegates send the Voting Form to the sealed ballot box at the Congress according to the instructions of the Ballot Counting Committee. The Voting Form must be signed and clearly state the full name of the delegate.

4.10.3 Validity of Voting Ballot

- **A valid ballot** is a ballot in the pre-printed form issued by the Congress Organizing Committee, with the Company's red seal, no erasures, scratches, tears, etc., no additional content other than the regulations for this ballot, and must have a signature, below the signature must be the full name handwritten by the attending delegate.

On the ballot, the voting content (Report, Presentation) is valid when the delegate ticks one (01) out of three (03) voting boxes.

- **Invalid ballot:**

- Adding other content to the voting ballot;
- The voting ballot does not follow the pre-printed form issued by the Congress Organizing Committee, the ballot does not have the Company's red seal or has been erased, scraped, or written with content other than the regulations for the voting ballot, the ballot does not have a signature, or does not fully state the full name of the delegate, then all voting content on the voting ballot is invalid.

4.10.4 Voting rules

Every 01 (one) common share is equivalent to one voting right. Each delegate attending representing one or more voting rights will be issued a Voting Card and Voting Ballot.

- At the shareholder record date (February 14, 2025), the total number of shares of the Company is: 19,641,431 shares equivalent to 19,641,431 voting rights.
- Issues that need to be voted on at the General Meeting shall only be approved when approved by shareholders holding at least 51% of the total number of votes of all shareholders attending the meeting. In some cases where the voting issue is stipulated in Clause 1, Article 21 of the Company's Charter, it must be approved by 65% or more of the total number of votes of all shareholders attending the meeting and in cases stipulated in Clause 2, Article 21 of the Company's Charter, it must be approved by 70% or more of the total number of votes of all shareholders attending the meeting.
- Note:
 - Shareholders/authorized representatives with related interests do not have the right to vote on contracts and transactions with a value of 35% or more (of the total value of the

Working regulations of the 2025 Annual General Meeting of Shareholders

Company's assets recorded in the most recent financial report; these contracts or transactions are only approved when the number of shareholders/authorized representatives representing 65% or more of the total remaining votes approve (according to Clause 4, Article 167, Enterprise Law 2020).

- Shareholders/ authorized representatives of shareholders owning 51% or more of the total number of voting shares or related persons of such shareholders do not have the right to vote on contracts and transactions with a value greater than 10% (of the total value of the Company's assets recorded in the most recent financial statements) between the Company and such shareholder (according to Point b, Clause 3 and Clause 4, Article 167 of the Enterprise Law 2020).

4.10.5 Recording of voting and election results

- At the General Meeting, the General Meeting of Shareholders will approve the Ballot Counting Committee.
- The Ballot Counting Committee is responsible for collecting voting ballots and election papers.
- The Vote Counting Committee will check the number of votes in favor, against, and without opinion for each content and is responsible for recording, counting, and reporting the results of the vote counting at the General Meeting of Shareholders.

4.11 Board of Directors Election

The election of members of the Board of Directors must be carried out in accordance with the Regulations on the election of members of the Board of Directors, approved by the General Meeting of Shareholders at the meeting.

4.12 Minutes and Resolutions of Shareholders' Meeting

Minutes of the meeting and resolutions of the General Meeting of Shareholders must be read and approved before the closing of the General Meeting.

5. Implementation

- All delegates, representatives and guests attending the Congress are responsible for fully complying with the contents stipulated in this Regulation, the current regulations, rules and management regulations of the Company and relevant legal regulations.
- The person convening the General Meeting of Shareholders has the right to:
 - The person convening the General Meeting of Shareholders has the right to request all attendees to be subject to inspection or other security measures;
 - Request competent authorities to maintain order at the meeting; expel those who do not comply with the Chairman's authority, intentionally disrupt order, prevent the normal progress of the meeting or do not comply with security check requirements

Working regulations of the 2025 Annual General Meeting of Shareholders

from the General Meeting of Shareholders..

- Contents not specified in detail in this regulation shall be uniformly applied according to the provisions of the Company Charter, the Enterprise Law 2020 and current legal documents of the State.

This Regulation takes effect immediately after being approved by the Company's General Meeting of Shareholders.

Recipients:

- ILA's Shareholders;
- Members of the Board of Directors, Board of Management, Board of Supervisors;
- Archived: Documents, Secretary.

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



VO XUAN PHONG



ILA JOINT STOCK COMPANY
ANNUAL GENERAL MEETING OF SHAREHOLDERS – 2025



THE BOARD OF GENERAL DIRECTOR'S
REPORT 2024

ANNUAL GENERAL MEETING OF
SHAREHOLDERS – 2025



APRIL/2025



I. REPORT OF ILA'S BUSINESS RESULTS IN 2024

2024 continues to be a difficult year for the economy, especially the real estate and construction industry, which has greatly affected the Company's business plan.

BUSINESS RESULTS IN 2024

	2023	2024	+/- YoY 2023	
	<i>Billion VND</i>	<i>Billion VND</i>	<i>Billion VND</i>	%
Net Revenue	60,329	140,157	79,828	132%
Profit After Tax	5,616	-2,065	-7,681	N/V
Shareholder's Equity	206,592	204,524	-2,068	-1%

- Although 2024 revenue increased by 132%, 40% of revenue did not come from the Company's core business but from the trading industry, so profit margins were low.
- In 2024, the gross profit from sales and service provision is 13 billion, but the business result is -2,065, mainly due to the burden of financial costs of 7 billion and provisions for receivables of 2.4 billion.

II. 2025 OPERATION PLAN

General orientation

- Although the real estate market recovered slowly in 2024, by the end of the year the real estate market warmed up, along with a series of restarted projects, which is a positive sign in 2025. In which, the Company won bids for 3 new projects and restarted Novaland's Aqua City project.
- The quarry has completed the basic construction investment and procurement of machinery and equipment by the end of 2024 and has been put into operation. Therefore, in 2025, the Company will promote exploitation and sales.
- Divest capital from Phu Bao Company to focus on core business lines.
- Improve production process, research and develop new cable products to increase competitiveness and strengthen marketing activities.
- **Key targets for 2025**

Although the economy showed many signs of improvement in late 2024 and early 2025, including the National Assembly's approval of an 8% economic growth plan, the world economic situation is complicated, the trade war is taking place tensely as the US imposes very high import taxes on most countries.

BUSINESS PLAN FOR 2025

No	ITEMS	Unit	Plan 2025
1	Net revenue from sales and services	VNĐ	150.000.000.000
2	Profit before tax	VNĐ	5.000.000.000

In 2025, the Board of Directors and employees will continue to strive to build ILA Joint Stock Company to develop stably, effectively and sustainably to create the best value for shareholders and partners.

The above is a summary report on production and business activities in 2024 and the direction of operation in 2025 of the Board of Directors

Respectfully request the General Meeting of Shareholders to approve the report of the Executive Board and the business plan for 2025

Best regards!

Hồ Chí Minh City, April 26, 2025

GENERAL DIRECTOR



ĐẶNG XUÂN HỮU



ILA JOINT STOCK COMPANY
ANNUAL GENERAL MEETING OF SHAREHOLDERS – 2025



THE BOARD OF DIRECTOR'S REPORT

**ANNUAL GENERAL MEETING OF
SHAREHOLDERS – 2025**



APRIL/2025

I. TÌNH HÌNH CHUNG

The Board of Directors would like to respectfully report to the Congress on the implementation of the assigned powers and tasks in 2024 of the Board of Directors with some main contents as follows:

Report of ILA's Business Results in 2024

	2023	2024	+/- YoY 2023	
	<i>Billion VND</i>	<i>Billion VND</i>	<i>Billion VND</i>	%
Net Revenue	60,329	140,157	79,828	132%
Profit After Tax	5,616	-2,065	-7,681	N/V
Shareholder's Equity	206,592	204,524	-2,068	-1%

- In 2024, the economic situation continues to face many difficulties, especially the frozen real estate market has greatly affected the economy.

Overall assessment:

- Manage the Company according to good governance practices to ensure the interests of shareholders and stakeholders.
- Coordinate the use of reasonable cash flow for investment activities, flexible payment plans for subcontractors/suppliers.
- The Company has implemented well the policies and regimes for employees, creating trust among employees in the Company.

II. ACTIVITIES OF THE BOARD OF DIRECTORS IN 2024

1. Summary of Board of Directors Meetings and Resolutions

In 2024, the Board of Directors, consisting of 05 members, held 12 Board meetings related to production and business operations and other important decisions.

The Board of Directors issued 12 Resolutions. The resolutions and decisions issued by the Board of Directors were unanimously approved by the members and in accordance with the Company Charter.

The details are as follows:

No.	Resolution/Decision Number	Date	Content	Approval Rate
1	01/2024/NQ-HĐQT	20/02/2024	Approval of the Last Registration Date and the plan to organize the General Meeting of Shareholders	100%
2	34/2024/NQ-HĐQT	22/03/2024	Approval of the 2024 Annual	100%

			General Meeting of Shareholders documents	
3	35/2024/NQ-HĐQT	10/04/2024	Approval of the list of candidates for the Board of Directors	100%
4	37/2024/NQ-HĐQT	15/7/2024	Establish the Audit Committee and promulgate the operating regulations of the Audit Committee.	100%
5	38/2024/NQ-HĐQT	15/7/2024	Implement the plan and approve the documents for issuing shares to pay dividends in 2023 to existing shareholders.	100%
6	39/2024/NQ-HĐQT	15/7/2024	Decision on appointment of Chief Accountant	100%
7	57/2024/NQ-HĐQT	23/08/2024	Resolution on transactions with related parties that are subsidiaries.	100%
8	61/2024/NQ-HĐQT	29/8/2024	Resolution on guaranteeing for BTHT Binh Dinh Joint Stock Company to borrow capital/guarantee/open L/C... at Vietnam Prosperity Joint Stock Commercial Bank (Vpbank) - Phu Yen Branch.	100%
9	70/2024/NQ-HĐQT	23/09/2024	Resolution Approving the last registration date to exercise the right to receive shares issued due to increased share capital from equity capital.	100%
10	87/2024/NQ-HĐQT	22/10/2024	Resolution approving the cancellation of transfer contract No. 01/2023/HĐCN/ILA-ILAE&C	100%
11	100/2024/NQ-HĐQT	25/11/2024	Resolution approving the increase of charter capital of ILA JSC.	100%

12	104/2024/NQ-HĐQT	06/12/2024	Resolution on related party transactions.	100%
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2. Results of the Board of Directors' supervision of the Board of Directors

The Board of Directors regularly closely monitors and guides the Board of Directors to implement the 2024 production and business plan according to the Company's development strategy and the contents approved at the Extraordinary General Meeting of Shareholders. The monitoring results are as follows::

- Comply with legal regulations on corporate governance and fully and properly disclose information on production and business situation to shareholders, state management agencies, and related parties on the basis of transparency, accuracy, and timeliness;
- Participate and give opinions in important meetings of the Executive Board on preparing proposed reports and projects to submit to the Board of Directors; implementing resolutions and decisions of the Board of Directors.
- Attend and give opinions in meetings on production-business planning, investment, employee policies, salary and bonus, building and perfecting the Company's management processes.
- The Board of Directors always regularly reports on the Company's business performance so that the Board of Directors can give timely instructions.

3. Remuneration, operating expenses and other benefits of the Board of Directors and each member of the Board of Directors

In 2024, the Board of Directors proposed not to receive remuneration. Therefore, the total actual remuneration paid to the Board of Directors was VND 0.

4. Reporting on related party transactions

Related party transactions have been fully disclosed and reported by the Company in the 2024 corporate governance report on the Company's website and the Hanoi Stock Exchange.

No	Name of organization/individual involved in transactions with ILA Joint Stock Company	Relationship with ILA	NSH Certificate Number*, date of issue, place of issue	Head office address /contact address	Time of transaction with ILA	Resolution/Decision No. of the General Meeting of Shareholders/Board of Directors... approved if any	Main content of the transaction	Note
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1	ILA E&C Joint Stock Company	Subsidiary; Related party of insider	Business registration number 0310259362 issued by the Department of Planning and Investment of Ho Chi Minh City on September 16, 2010	139D Street No. 11, Truong Tho Ward, Thu Duc City, Ho Chi Minh City	In 2024	87/2024/NQ-HĐQT	Approving the cancellation of transfer contract No. 01/2023/HĐCN/ILA-ILAE&C on the transfer of land lots in An Phu An Khanh area	Mr. Vo Xuan Phong, Chairman of the Board of Directors of ILA Company, is also the Chairman and Director of ILA E&C Company. Mr. Dang Xuan Huu, Member of the Board of Directors, General Director, and Member of the Board of Directors of ILA E&C Company
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2	Vinh Khanh Investment and Development Company Limited	Subsidiary; Related party of insider	Business registration number 3703078326 issued by the Department of Planning and Investment of Binh Duong province on August 18, 2022	o. 101, N8 Street, Dong An Residential Area, Dong An Quarter, Tan Dong Hiep Ward, Di An City, Binh Duong Province, Vietnam	In 2024	57/2024/NQ-HĐQT và 104/2024/NQ-HĐQT	Loan and/or lending transactions; financial support between the Parent Company and its Subsidiaries	Mr. Dang Xuan Huu Member of Board of Directors, General Director and Chairman of Board of Directors of Vinh Khanh Company
3	Phu Bao Trading Company Limited	Subsidiary; Related party of insider	Business registration number 0317334509 issued by the Department of Planning and Investment of Ho Chi Minh City on June 9, 2022	40/5k, group 39, quarter 4, Hoc Mon town, Hoc Mon district, Ho Chi Minh city	In 2024	57/2024/NQ-HĐQT và 104/2024/NQ-HĐQT	Loan and/or lending transactions; financial support between the Parent Company and its Subsidiaries	Mr. Dang Xuan Huu Member of Board of Directors, General Director and Chairman of Board of Directors of Phu Bao Company

4	Mr. Võ Xuân Phong	Insiders of Company and Subsidiaries	Citizen identification card: 054084005784, date of issue: December 26, 2022, Place of issue: Department of Administrative Police on Social Order	Phu An Village, An Phu, Tuy Hoa, Phu Yen	In 2024	01/2024/BBTL/ILA-ILA EC	Cancel contract No. 01/HDCNQSD/ILA E&C and appendix dated September 9, 2023 and contract No. 02/HDCNQSD/ILA E&C with appendix 02/HDCNQSD/ILA E&C-PL01 dated September 9, 2023 according to deposit contract No. 01/HDCNQSD/ILA E&C dated March 10, 2023 and deposit contract No. 02/HDCNQSD/ILA E&C dated March 10, 2023 to transfer 2 land use rights for the office headquarters of ILA E&C Joint Stock Company and warehouse for storing machinery, equipment and scaffolding of the Company.	Mr. Vo Xuan Phong, Chairman of the Board of Directors of ILA Company, is also Chairman and Director of ILA E&C Company
5	DNC Development Joint Stock Company	The Director has been a member of the Board of Directors of ILA Company	Business registration certificate issued by the Department of Planning and Investment of Binh Duong province No. 3702648809	77/38 Nguyen Thi Minh Khai, Tan Long Quarter, Tan Dong Hiep Ward, Di An City, Binh Duong	In 2024		Buy and sell goods	Mr. Than Xuan Nghia is the Director of DNC Investment and Development Joint Stock Company and was a

		for 3 years		Province, Vietnam				member of the Board of Directo rs of ILA Joint Stock Compa ny from May 2023 to Decem ber 2023.
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5. Other content

The contents approved at the 2024 Shareholders' Meeting Resolutions have not been fully implemented, such as:

- Proposal for approval of the private share offering plan: Since the Company has arranged capital to repay the debt to BDLAND Joint Stock Company and Mr. Le Van Hiep, there is no need to issue capital increase as proposed at the 2023 General Meeting of Shareholders.

III. BOARD OF DIRECTORS' 2025 OPERATION PLAN

- Continuing to orient the 5-year business strategy of ILA Joint Stock Company from 2021 to 2026, the Board of Directors aims to set out development goals for ILA Joint Stock Company in the direction of increasing the scale of concentration and ensuring high efficiency in business operations on the basis of controlling and limiting business risks.
- Continue to focus on the Company's core business lines of Construction, building materials, minerals, etc.

Above is a summary report of the Board of Directors' activities on implementing the Resolution of the 2024 General Meeting of Shareholders and the direction of activities in 2025.

In 2025, the Board of Directors, Executive Board and employees of the company will continue to strive to build ILA Joint Stock Company to develop stably, effectively and sustainably to create the best value for shareholders and partners.

Respectfully request the General Meeting of Shareholders to approve the report of the Board of Directors!

Best regards!

Hồ Chí Minh City, April 26, 2025

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


VÔ XUAN PHONG





THE SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness

No: *cl*./2025/TTr-ILA

Ho Chi Minh City, day 26 month 04 year 2025

SHAREHOLDERS MEETING PROPOSAL

Re: Approval of Audited Financial Statements for 2024

To: General Meeting of Shareholders of ILA JSC

Pursuant to Point F, Clause 1, Article 15, The Charter of ILA Joint Stock Company stipulates the rights and obligations of the General Meeting of Shareholders regarding the approval of the Company's annual audited financial statements.

The parent company's financial statements and the consolidated financial statements for 2024 audited by Moore AISC Auditing and Informatics Services LLC issued on March 31, 2025 have been disclosed on the company's website at www.ilagroup.com.vn, the Hanoi Stock Exchange and other mass media.

Respectfully submit to the General Meeting of Shareholders for approval.

Best regards!

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



VO XUAN PHONG



THE SOCIALIST REPUBLIC OF VIETNAM

Independence – Freedom - Happiness

Số: 02/2025/TTr-ILA

Ho Chi Minh City, April 26, 2025

PROPOSAL TO THE GENERAL MEETING OF SHAREHOLDERS

(Re: Selecting a company to audit the 2025 Financial Statements)

To: General Meeting of Shareholders of ILA Joint Stock Company

Based on the proposal and recommendation of the Audit Committee and the Executive Board on the selection of an approved auditing organization to audit the Company's financial statements in 2025.

The Board of Directors respectfully submits to the General Meeting of Shareholders for approval of the principles and proposals for selecting an independent auditing unit to audit the financial statements in 2025 as follows:

1. Principles and guidelines for selecting an independent audit unit:

- A reputable auditing company licensed to operate in Vietnam, approved by the State Securities Commission to conduct audits for organizations and enterprises with public interests;
- The auditing company has a team of highly specialized auditors, giving priority to companies with extensive experience in auditing businesses operating in the field of real estate investment and development;
- No conflict of interest;
- here are reasonable fees in accordance with the scope of audit requested by the Company.

2. Proposal to select an independent auditing company for 2025 financial statements

1. MOORE AISC AUDIT AND INFORMATION TECHNOLOGY SERVICES COMPANY LIMITED
2. Other Auditing Firms that meet the requirements in Section 1.

Respectfully submit to the General Meeting of Shareholders to assign the Board of Directors the responsibility to implement and authorize the General Director to negotiate the terms of implementation and sign the contract with the auditing unit according to the unit presented.

Respectfully submit to the General Meeting of Shareholders for approval!

Documents of the 2025 Annual General Meeting of Shareholders



Best regards!

ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN





SOCIALIST REPUBLIC OF VIETNAM

Independence – Freedom – Happiness

No.: 02./2025/TTr-ILA

Ho Chi Minh City, April 26, 2025

PROPOSAL TO THE GENERAL MEETING OF SHAREHOLDERS

Re: Business performance results in 2025

To: General Meeting of Shareholders of ILA Joint Stock Company

The Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval of the 2024 business performance results, as follows:

No	Items	Unit	Notes	Amount (Unit: VND)
1	Total revenue	VND	1	141.235.291.519
	<i>In there:</i>			
	<i>Net revenue from sale of goods and rendering of services</i>	VND		139.387.533.343
	<i>Financial income</i>	VND		1.847.758.176
2	Accounting profit before tax	VND	2	(1.810.898.863)
3	Undistributed earnings in this period	VND	3	(2.065.119.515)
4	Corporate income tax is reduced	VND	4	-
5	Profits for distribution of funds	VND	5 = 3-4	-
6	Deduction to bonus and welfare fund 0%	VND	6 = 5 x 0%	-
7	Deduction to investment and development fund 0%	VND	7 = 5 x 0%	-
8	Provision for bonus fund for Company managers	VND	8	-
9	Profit to pay dividends	VND	9 = 5-6-7-8	-
10	Cash dividend payment 0%	VND	10 = 0% VDL	-
11	Previous year's profits are carried over to this year	VND	11	5.514.570.804



12	The remaining undistributed profit	VND	12 = 9-10+11	3.423.357.770
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Respectfully submitted to the General Meeting of Shareholders for voting and approval.

Best regards!

**ON BEHALF OF THE BOARD
OF DIRECTORS**

CHAIRMAN



VO XUAN PHONG



Số: 64/2025/TTr-ILA

Hồ Chí Minh City, April 26, 2025

PROPOSAL TO THE GENERAL MEETING OF SHAREHOLDERS

Re: Production and business plan for 2025

TO: General Meeting of Shareholders of ILA Joint Stock Company

1/ Based on the 2024 production and business situation and the Company's development orientation in 2025, the Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval of the 2025 business plan, as follows:

No	ITEMS	Unit	ACTUAL 2024	BUDGET 2025	
				Giá trị	YOY (%) 2024
1	Total revenue	Million VND	60,178	200.000	331%
2	Total cost	Million VND	5,742	10.000	227%
3	Profit before tax	Million VND	5,616	14.000	218%
4	Dividends	%	6%	11.000	6%

2/ authorize the Board of Directors to decide in detail on the restructuring of the company's asset portfolio (including joint ventures, associations, cooperation, purchase and sale of the company's assets) in accordance with regulations and carry out necessary tasks to achieve the proposed business results.

3/ Review and adjust business goals and orientations for 2025 in accordance with market developments as well as the company's actual business situation.

5/ The Board of Directors is authorized to re-authorize the General Director of the company to perform a number of tasks within the scope of the above authorization.

Respectfully submit to the General Meeting of Shareholders for approval!

Best regards!

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



VO XUAN PHONG



THE SOCIALIST REPUBLIC OF VIETNAM

Independence – Freedom - Happiness

Ho Chi Minh City, April 26, 2025

Số: 05/2025/TTr-ILA

PROPOSAL TO THE GENERAL MEETING OF SHAREHOLDERS

Re: Approval of Remuneration of the Board of Directors

To: General Meeting of Shareholders of ILA Joint Stock Company

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

1. Remuneration of the Board of Directors and Board of Supervisors in 2024

In 2024, due to the continued economic difficulties, at the 2024 Annual General Meeting of Shareholders, the Board of Directors submitted to the meeting that they would not receive remuneration in 2024, so in 2024 the Company did not pay remuneration to the Board of Directors and the Board of Supervisors.

Total remuneration paid in 2024: 0 VND.

2. Proposal for Board of Directors' remuneration in 2025

In 2025, the Board of Directors agreed to continue not to receive remuneration.

Respectfully submit to the General Meeting of Shareholders for approval!

Best regards!

ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN



VÕ XUÂN PHONG



THE SOCIALIST REPUBLIC OF VIETNAM

Independence – Freedom - Happiness

Số: 06./2025/TTr-ILA

Ho Chi Minh City, April 26, 2025

PROPOSAL TO THE GENERAL MEETING OF SHAREHOLDERS

(Re: Change of the Head office address)

To: General Meeting of Shareholders of ILA Joint Stock Company

For the convenience of operating and managing the Subsidiaries, the Board of Directors respectfully submits to the General Meeting of Shareholders for approval to move the headquarters of the parent company ILA to the same headquarters as the Subsidiaries. The current headquarters, after completion, will be used as a transaction office or for rent. The specific address is as follows:

1. Change of the Head office address:
 - Current Head Office: No. 49, Street No. 5, An Phu An Khanh Urban Area, An Phu Ward, Thu Duc City, Ho Chi Minh City.
 - New Head Office: 39D Street No. 11, Ward 9, Truong Tho Ward, Thu Duc City, Ho Chi Minh City.
2. Authorize the Board of Directors and the General Director to carry out procedures and tasks related to moving the head office, amending the Company Charter, amending the Business License according to the new house number and address in accordance with the changed content.

Respectfully submit to the General Meeting of Shareholders for approval!

Best regards!

ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRMAN

VO XUAN PHONG

Ho Chi Minh City, day ...mouth year 2025

SUBMISSION

“Re: Approval of the 2024 after-tax profit distribution plan and the 2025 after-tax profit distribution plan”

To: General Meeting of Shareholders of ILA JSC

– Pursuant to the current Charter of organization and operation of ILA Joint Stock Company

– Based on the 2024 Consolidated Financial Statements audited by Moore AISC Auditing and Informatics Services LLC

The Board of Directors presents to the General Meeting of Shareholders the plan for distributing after-tax profits in 2024 and the plan for distributing after-tax profits in 2025 as follows:

1. Distribution of after-tax profits in 2024:
 - Total profit after tax of the parent company in 2024 :- **226.208.895 đồng**
 - Total consolidated profit after tax in 2024: - **2.065.119.515 đồng**
 - Undistributed profits of previous years of the parent company: **963.966.414**
- The 2024 profit distribution plan is as follows:

Due to negative business results in 2024, the Board of Directors proposed not to pay dividends in 2024.

2. Plan for distribution of after-tax profits in 2025
 - Total consolidated profit after tax in 2025 is expected: 7.000.000.000 đồng
 - The expected 2025 after-tax profit distribution plan is as follows:
 - + Expected dividend payment in shares or cash: 80% of 2025 profit
 - + Fund allocation: No allocation
 - + Expected retained earnings: 20% of 2025 profits

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

Sincerely submitted./.

ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRMAN



VO XUAN PHONG

Số: 08./2025/TTr-ILA

Ho Chi Minh City, April 26, 2025

SUBMISSION

Re: Cancel the plan to offer individual shares in 2024

- Pursuant to the Enterprise Law No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;
- Pursuant to Securities Law No. 54/2019/QH14 dated November 26, 2019;
- Pursuant to Decree 155/2020/ND-CP dated December 31, 2020 detailing the implementation of a number of articles of the Securities Law;
- Pursuant to the Charter of organization and operation of ILA Joint Stock Company;

Based on the actual situation, the Board of Directors (BOD) of ILA Joint Stock Company respectfully submits to the General Meeting of Shareholders (GMS) for approval to cancel the private issuance plan according to the submission No. 11/2024/Ttr-ILA approved by the GMS on April 13, 2024.

Reason for cancellation: The Board of Directors has arranged capital to pay off loans to organizations and individuals who have lent money to the company, approved by the Board of Directors in Resolution No. 1309/NQ-HDQT dated September 13, 2023.

Respectfully submit to the General Meeting of Shareholders for approval!

Best regards.

ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRMAN



VO XUAN PHONG

CÔNG
TY CỔ
PHẦN
ILA

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