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**Thông báo được thực hiện bởi**  
**Announcement by**



**Công Ty Cổ phần Tập Đoàn Đầu Tư Địa ốc No Va**  
(thành lập tại Việt Nam dưới hình thức Công Ty Cổ phần với Giấy Chứng nhận Đăng ký Doanh nghiệp số 0301444753 theo Luật Doanh nghiệp)  
(“Công Ty”)

**No Va Land Investment Group Corporation**  
(Established in Vietnam as a Joint Stock Company with Business License No. 0301444753 pursuant to the Law on Enterprises)  
(the “Company”)

**Đề xuất tái cấu trúc gói Trái phiếu Chuyển đổi trị giá 300.000.000 USD với lãi suất 5.25% và đáo hạn năm 2026 được quyền chuyển đổi thành cổ phần phổ thông của Công Ty Cổ phần Tập đoàn Đầu tư Địa ốc No Va (Mã ISIN: XS2364281175) (“Trái phiếu Ban Đầu”)**

**Proposed restructuring of US\$300,000,000 5.25% Convertible Bonds due 2026 convertible into ordinary shares of No Va Land Investment Group Corporation (ISIN: XS2364281175) (the “Original Bonds”)**

Thông báo này được Công Ty công bố theo Quy Định 323 của Bộ Quy Chế Niêm Yết của Sở Giao Dịch Chứng Khoán Singapore SGX-ST Mainboard. Trừ khi được định nghĩa riêng trong tài liệu này hoặc theo yêu cầu của từng ngữ cảnh, các thuật ngữ viết hoa được sử dụng trong CBTT này sẽ có cùng ý nghĩa như được quy định trong Thông Báo (được định nghĩa trong văn bản này), Hợp Đồng Ban Đầu, Thỏa Thuận Dàn Xếp và Tuyên Bố Giải Thích (được định nghĩa trong Thông Báo).

This announcement is made by the Company pursuant to Rule 323 of the SGX-ST Mainboard Listing Rules. Unless otherwise defined herein or the context otherwise requires, capitalized terms used herein shall bear the same meanings ascribed to them under the Announcements (as defined herein), Original Indenture (as defined in the Announcements), the Scheme (as defined in the Announcements) and the Explanatory Statement (as defined in the Announcements).



































































































































































































































































































































































































































































































































































































































































**Section 2      Voting Instructions relating to the Scheme**

The Scheme Creditor wishes to vote in respect of the Scheme as follows (please check only one box):

- FOR** the Scheme; or
- AGAINST** the Scheme.

For the avoidance of doubt, in order to vote, this Online Voting Form should be validly completed and submitted to and received by the Information Agent by the Voting Deadline via the Scheme Portal.

**APPENDIX 4**

**BLOCKED SCHEME CREDITOR VOTING FORM**

## BLOCKED SCHEME CREDITOR VOTING FORM<sup>1</sup>

For use by Blocked Scheme Creditors in respect of the  
**US\$300,000,000 5.25% Convertible Bonds due 2026**  
(ISIN: XS2364281175; Common Code: 236428117)

(the “**Original Bonds**”)

issued by **NO VA LAND INVESTMENT GROUP CORPORATION**

(the “**Company**”)

in relation to the Company’s scheme of arrangement under Section 71 of the  
Insolvency, Restructuring and Dissolution Act 2018 (the “**IRDA**”) of the Republic of  
Singapore

(the “**Scheme**”)

Capitalised terms used but not defined in this Blocked Scheme Creditor Voting Form have the meanings given to them in the explanatory statement relating to the Scheme issued by the Company on 5 March 2024 (the “**Explanatory Statement**”), subject to any amendments or modifications made by the Singapore Court. Additionally, references to a document being “**validly completed**” are to a document containing all such information as it is required to contain on its face, and being duly executed and/or delivered in the manner contemplated by that document (including, if applicable, as a deed), and submitted together with or in connection with the taking of any other required procedural steps.

If you are a Sanctioned Scheme Creditor, you are not entitled to vote in respect of the Scheme. Nevertheless, you will be bound by the terms of the Scheme, once effective.

If you are a Scheme Creditor that is neither a Blocked Scheme Creditor nor a Sanctioned Scheme Creditor, please do not complete this Blocked Scheme Creditor Voting Form and instead refer to the instructions set out at Section 7.4 of the Explanatory Statement and validly complete the Online Voting Form via the Scheme Portal in accordance with aforesaid instructions.

For the purposes of this Blocked Scheme Creditor Voting Form, references to “**Blocked Scheme Creditor(s)**” shall mean the Scheme Creditors (other than a Sanctioned Scheme Creditor) that is not entitled, able or permitted (whether directly or through its Account Holder) to submit instructions or settle through the Clearing Systems as a result of any Applicable Sanctions affecting the Scheme Creditor or its Account Holder as reasonably determined by the Clearing Systems, and which does not have a sanctions licence in respect of the Applicable Sanctions which would allow that Scheme Creditor to submit instructions or settle through the Clearing Systems.

As a result, Blocked Scheme Creditors are not able to submit Blocking Instructions via the Clearing Systems and the Information Agent and Company will not be able to collect information, including voting instructions, from Blocked Scheme Creditors or the Clearing Systems. Accordingly, Blocked Scheme Creditors will not be able to vote on the Scheme through the Clearing Systems.

However, Blocked Scheme Creditors are invited to vote for, or against, the Scheme by completing this Blocked Scheme Creditor Voting Form, together with sufficient evidence to allow the Company to reliably establish their identity, status as a Scheme Creditor and the value of their holding.

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<sup>1</sup> A sample Blocked Scheme Creditor Voting Form can be found in the Solicitation Packet (Schedule 2) which will be posted online via the Scheme Website (<https://projects.morrowsodali.com/novaland>). **Only Blocked Scheme Creditor Voting Forms validly completed and submitted to the Company via email at [cbholders@novaland.com.vn](mailto:cbholders@novaland.com.vn) will be accepted.**

The Scheme will, if implemented, materially affect the rights of the Scheme Creditors of the Company. Blocked Scheme Creditor must: (a) contact the Company pursuant to the notice details set out at Clause 17.2 – 17.4 of the Scheme to bring their status as a Blocked Scheme Creditor to the attention of the Company by the Blocking Instructions Deadline, and (b) use this Blocked Scheme Creditor Voting Form to (i) register their interests in the Original Bonds in the securities account to which they are held, and (ii) make certain elections in relation to the voting on the Scheme by submitting a validly completed Blocked Scheme Creditor Voting Form to the Company prior to the Voting Deadline. A summary of this Blocked Scheme Creditor Voting Form is set out below.

### Key Dates

The key dates in respect of the Scheme are:

- **Blocking Instructions Deadline:** being 27 March 2024 at 5.00pm (SGT) / 5.00pm (HKT) / 4.00pm (ICT) / 4.00am (ET)
- **Voting Deadline:** being 2 April 2024 at 5.00pm (SGT) / 5.00pm (HKT) / 4.00pm (ICT) / 4.00am (ET)
- **Voting Results Announcement:** being 3 April 2024
- **Filing of the application for approval of the Scheme with the Singapore Court:** 11 April 2024
- **Approval Hearing:** Anticipated to be in late April 2024 (depending on the availability of the Singapore Court)
- **Scheme Effective Date:** As soon as practicable after the Approval Hearing.
- **Indenture Effective Date:** To be determined following the Scheme Effective Date (subject to the satisfaction of the Supplemental Indenture Conditions Precedent) but in any event, by the Long Stop Date. Anticipated to be in mid-May 2024.
- **Long Stop Date:** being (i) 20 May 2024; or (ii) such later date as deferred pursuant to Clause 13 of the Scheme.

**IF A VALIDLY COMPLETED BLOCKED SCHEME CREDITOR VOTING FORM TOGETHER WITH ANY ACCOMPANYING DOCUMENTS ARE NOT SUBMITTED BY A BLOCKED SCHEME CREDITOR TO THE COMPANY VIA EMAIL AT [CBHOLDERS@NOVALAND.COM.VN](mailto:CBHOLDERS@NOVALAND.COM.VN) BY THE VOTING DEADLINE, BEING 2 APRIL 2024 AT 5.00PM (SGT) / 5.00PM (HKT) / 4.00PM (ICT) / 4.00AM (ET), SUCH BLOCKED SCHEME CREDITOR SHALL NOT BE ELIGIBLE TO VOTE.**

You are strongly advised to read the Explanatory Statement, the Scheme and, in particular, the Solicitation Packet at Appendix 7 (*Solicitation Packet*) to the Explanatory Statement before you complete the Blocked Scheme Creditor Voting Form. The Solicitation Packet contains detailed information on the various options contained in this Blocked Scheme Creditor Voting Form.

This Blocked Scheme Creditor Voting Form and any non-contractual obligations arising out of or in relation to this Blocked Scheme Creditor Voting Form shall be governed by, and interpreted in accordance with, the laws of Singapore. The Singapore Court has exclusive jurisdiction to settle any disputes which may arise out of or in connection with this Blocked Scheme Creditor Voting Form. By submitting the Blocked Scheme Creditor Voting Form to the Company via email at [cbholders@novaland.com.vn](mailto:cbholders@novaland.com.vn), the Blocked Scheme Creditor irrevocably submits to the jurisdiction of the Singapore Court and waives any objections to proceedings in such court on the ground of venue or on the ground that the proceedings have been brought in an inconvenient forum.

**FOR ASSISTANCE CONTACT**

**Company: No Va Land Investment Group Corporation**  
Email: [cbholders@novaland.com.vn](mailto:cbholders@novaland.com.vn)

## SUMMARY OF THIS BLOCKED SCHEME CREDITOR VOTING FORM

The Blocked Scheme Creditor Voting Form must be validly completed and submitted to the Company via email at [cbholders@novaland.com.vn](mailto:cbholders@novaland.com.vn). The below version is provided as a sample only.

<b><u>PART 1</u></b>	<b>BLOCKED SCHEME CREDITOR AND HOLDING DETAILS</b>	<i>This Part 1 must be completed by the Blocked Scheme Creditor.</i>
Section 1	Details of the Blocked Scheme Creditor	
Section 2	Details of Holdings	
<b><u>PART 2</u></b>	<b>VOTING</b>	<i>This Part 2 must be completed by the Blocked Scheme Creditor if such Blocked Scheme Creditor would like to vote on the Scheme.</i>
Section 1	Blocked Scheme Creditor Voting Confirmations	
Section 2	Voting Instructions relating to the Scheme	

**PART 1**

**BLOCKED SCHEME CREDITOR AND HOLDING DETAILS**

**Irrespective of any elections made under any other part of this Blocked Scheme Creditor Voting Form, a Blocked Scheme Creditor Voting Form submitted to and received by the Company that does not include all information requested in this Part 1 will not constitute a validly completed Blocked Scheme Creditor Voting Form and the relevant Blocked Scheme Creditor will not be entitled to cast a vote in respect of the Scheme. Nevertheless, such Blocked Scheme Creditor will be bound by the terms of the Scheme (if effective).**

**Section 1      Details of the Blocked Scheme Creditor**

Type of Blocked Scheme Creditor (select one):                      NATURAL PERSON / ORGANISATION

Full name of Blocked Scheme Creditor: \_\_\_\_\_

Full address: \_\_\_\_\_

**To be completed if the Scheme Creditor is a natural person:**

Contact name (if different from Scheme Creditor): \_\_\_\_\_

Country of residence: \_\_\_\_\_

Country of nationality: \_\_\_\_\_

Email address: \_\_\_\_\_

Telephone number (with country code): \_\_\_\_\_

**To be completed if the Blocked Scheme Creditor is an institution/corporation:**

Jurisdiction of incorporation of Blocked Scheme  
Creditor:

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Details of authorised employee

Full name:

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Email address:

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Telephone number (with country code):

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**Section 2      Details of Holdings**

Aggregate principal amount of Original Bonds held as at the Voting Deadline:

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Full name of Account Holder:

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Description of sufficient evidence<sup>2</sup> of holding (which must be submitted with this completed form):

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Accession code (if applicable):<sup>3</sup>

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**Section 3      Blocked Scheme Creditor Confirmation**

The Blocked Scheme Creditor or its authorised employee / representative named below for itself hereby confirms to the Company that all authority conferred or agreed to be conferred pursuant to this Blocked Scheme Creditor Voting Form and every obligation of the Blocked Scheme Creditor under this Blocked Scheme Creditor Voting Form shall, to the best of its knowledge and to the extent permitted by law, be binding upon the successors and assigns of the Blocked Scheme Creditor (in the case of a corporation or institution) or the successors, assigns, heirs, executors, administrators, trustees in bankruptcy and legal representatives of the Blocked Scheme Creditor (in the case of a natural person) and shall not be affected by, and shall survive, the insolvency, bankruptcy, dissolution, death or incapacity (as the case may be) of the Blocked Scheme Creditor and that all of the information in this Blocked Scheme Creditor Voting Form is complete and accurate.

- Yes
- No

**SIGNING:**

Blocked Scheme Creditor's authorised employee / representative name:

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Executed/ Signed by authorised employee / representative for and on behalf of Blocked Scheme Creditor:

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*(Signature)*

Date:

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<sup>2</sup> Evidence of holding may include: custody statement or a screenshot of holdings or scanned copy of a portfolio report dated no more than three (3) months prior to the date of this form and that includes the following information: (i) full name of Account Holder under which the Original Bonds are held; (ii) ISIN/security description; (iii) name of beneficial owner of the Original Bonds; (iv) amount of position held; and (v) current date.

<sup>3</sup> The unique code of the relevant Accession Letter provided to a Scheme Creditor that is a Supporting Holder following its valid accession to the Transaction Support Letter and which must be included by such Scheme Creditor in its Blocked Scheme Creditor Voting Form. The format of such code is as follows: "NVL-XXXXX ", meaning it would be "NVL" followed by 5 alphanumeric digits.

## PART 2

### VOTING

**This Part 2 is required to be completed only if a Blocked Scheme Creditor intends to vote on the Scheme.**

#### **Section 1      Blocked Scheme Creditor Voting Confirmation**

That, in relation to the Original Bonds identified in Section 2 (*Details of Holdings*) of Part 1 (*Blocked Scheme Creditor Details*) of this Blocked Scheme Creditor Voting Form, the Blocked Scheme Creditor has authority to give the voting instructions set out in Section 2 (*Voting Instructions relating to the Scheme*) of this Part 2 (*Voting*) of this Blocked Scheme Creditor Voting Form.

- Yes  
 No

**In order for a Blocked Scheme Creditor to be eligible to vote, a Blocked Scheme Creditor must respond "yes" in respect of the paragraph above.**

By delivering this Blocked Scheme Creditor Voting Form to the Company via email at [cbholders@novaland.com.vn](mailto:cbholders@novaland.com.vn), the Blocked Scheme Creditor confirms that the Blocked Scheme Creditor agrees that the Blocked Scheme Creditor shall be deemed to have made the representations, warranties and undertakings set forth below in favour of the Company as at the date on which this Blocked Scheme Creditor Voting Form is delivered to the Company via email at [cbholders@novaland.com.vn](mailto:cbholders@novaland.com.vn).

1. Each Blocked Scheme Creditor who submits, delivers or procures the submission or delivery of a Blocked Scheme Creditor Voting Form represents, warrants and undertakes to the Company that:
  - (a) it has received the Scheme and the Explanatory Statement and has had sufficient opportunity to review all documents contained therein and the documents available on the Scheme Website;
  - (b) to the best of its knowledge, it is in compliance with all laws and regulations applicable to it in any jurisdiction in respect of the Scheme;
  - (c) it is assuming all of the risks inherent in that Blocked Scheme Creditor participating in the Scheme and has undertaken all the appropriate analysis of the implications of participating in the Scheme for that Blocked Scheme Creditor;;
  - (d) the Original Bonds which are the subject of the Blocked Scheme Creditor Voting Form are, at the time of delivery of such Blocked Scheme Creditor Voting Form to the Company via email at [cbholders@novaland.com.vn](mailto:cbholders@novaland.com.vn), held by it at the relevant Clearing System;
  - (e) it has not given voting instructions or submitted a Blocked Scheme Creditor Voting Form with respect to the Original Bonds other than those that are the subject of this Blocked Scheme Creditor Voting Form;
  - (f) save as expressly provided in the Explanatory Statement, none of the Company, the Administrative Parties, the Information Agent nor any of their respective Affiliates, directors, officers or employees has made any recommendation to that Blocked Scheme Creditor as to whether, or how, to vote in relation to the Scheme, and that it has made its own decision with regard to voting based on any legal, tax or financial advice that it has deemed necessary to seek;
  - (g) all authority conferred or agreed to be conferred pursuant to these representations, warranties and undertakings shall, to the best of its knowledge and to the extent permitted by law, be

binding on the successors and assigns of that Blocked Scheme Creditor (in the case of a corporation or institution) or the successors, assigns, heirs, executors, trustees in bankruptcy and legal representatives of that Blocked Scheme Creditor (in the case of a natural person) and shall not be affected by, and shall survive, the insolvency, bankruptcy, dissolution, death or incapacity (as the case may be) of that Blocked Scheme Creditor;

- (h) it is solely liable for any taxes or similar payments imposed on it under the laws of any applicable jurisdiction as a result of voting in favour of the Scheme (other than any taxes and similar or related payments for which any member of the Group is liable in accordance with the Amended and Restated Bonds and/or the Amended and Restated Indenture), and that it will not and does not have any right of recourse (whether by way of reimbursement, indemnity or otherwise) against the Company, the Administrative Parties, the Information Agent or any of their Affiliates, directors, officers, advisers or employees in respect of such taxes or similar payments;
  - (i) it is not a Sanctioned Scheme Creditor;
  - (j) the supporting evidence provided with this Blocked Scheme Creditor Voting Form is accurate and true;
  - (k) it is not, for the purposes of Regulation 60ZZB(3) of The Russia (Sanctions) (EU Exit) Regulations 2019, as amended from time to time and as applicable in the BVI pursuant to The Russia (Sanctions) (Overseas Territories) Order 2020 (as amended), a "designated person or a person connected with Russia";
  - (a) it will not directly or knowingly indirectly use the proceeds of the Amended and Restated Bonds, or lend, contribute or otherwise make available such proceeds to any subsidiary, joint venture partner or other person or entity (i) to fund or facilitate any activities of or business with, any person that, at the time of such funding or facilitation, is the subject or the target of any applicable Sanctions Laws and Regulations, (ii) to fund or facilitate any activities of or business in any Sanctioned Country, or (iii) in any other manner that will result in a violation by any person (including any person participating in the transaction, whether as advisor, investor or otherwise) of any applicable Sanctions Laws and Regulations, *provided however* that the foregoing shall not apply if and to the extent that the expression of, or compliance with, or receipt or acceptance of, such confirmation and/or undertaking would breach any provision of (i) Council Regulation EC No. 2271/96, as amended from time to time, or any applicable implementing legislation with respect to Council Regulation EC No. 2271/96, or (ii) Council Regulation (EC) No 2271/1996 as retained in the UK and amended by the Protecting against the Effects of the Extraterritorial Application of Third Country Legislation (Amendment) (EU Exit) Regulations 2020/1660.
  - (l) with effect from the Indenture Effective Date, it will not seek to dispute, challenge, set aside or question the validity, authority or efficacy of the Schemes in any jurisdiction or before any court, regulatory authority, tribunal or otherwise; and
  - (m) all the above representations, warranties and undertakings shall, to the best of its knowledge and to the extent permitted by law, be binding on the successors and assigns of that Blocked Scheme Creditor (in the case of a corporation or institution) or the successors, assigns, heirs, executors, trustees in bankruptcy and legal representatives of that Blocked Scheme Creditor (in the case of a natural person) and shall not be affected by, and shall survive, the insolvency, bankruptcy, dissolution, death or incapacity (as the case may be) of that Blocked Scheme Creditor.
2. Any Blocked Scheme Creditor that is unable to give any of the representations in paragraph 1 above should contact the Company directly via email at [cbholders@novaland.com.vn](mailto:cbholders@novaland.com.vn) as soon as possible.

**Section 2      Voting Instructions relating to the Scheme**

The Blocked Scheme Creditor wishes to vote in respect of the Scheme as follows (please check only one box):

- FOR** the Scheme; or
- AGAINST** the Scheme.

For the avoidance of doubt, in order to vote, this Blocked Scheme Creditor Voting Form should be validly completed and submitted to and received by the Company via email at [cbholders@novaland.com.vn](mailto:cbholders@novaland.com.vn).

**Please note if the Scheme is sanctioned and becomes effective, its terms will be binding on all Scheme Creditors, including the Blocked Scheme Creditors, whether or not they have completed this form.**

Executed and delivered on \_\_\_\_\_ by the parties hereto.

Blocked Scheme Creditor's authorised  
employee / representative name:

\_\_\_\_\_

Executed / Signed by authorised employee /  
representative for and on behalf of Blocked  
Scheme Creditor:

\_\_\_\_\_

*(Signature)*