

RESOLUTION

**“Re: Approval on main contents of the 2025 Annual General Meeting of
Shareholders”**

**THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS
DEVELOPMENT INVESTMENT CONSTRUCTION J.S.C**

Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020;
Pursuant to the Charter of Development Investment Construction J.S.C (DIC Group);
Pursuant to the Meeting Minutes of the 2025 Annual General Meeting of Shareholders
dated April 18, 2025;

RESOLVES TO:

Article 1: Approve the Report of the Board of Directors (BOD) in 2025. *(Attached report)*
Voting percentage%.

Article 2: Approve the Report on the 2024 business performance and the 2025 business plan
with the following main indicators:

1. Indicators of DIC Group's business performance results in 2024

Unit: billion VND

No.	Indicators	2024 Plan		2024 Performance		% Performance/Plan	
		Parent Company	Consolidated	Parent Company	Consolidated	Parent Company	Consolidated
1	Total revenue and other income	2,186.00	2,300.00	1,107.80	1,439.02	50.7%	62.6%
2	Before-tax profit	1,000.00	1,010.00	335.27	158.09	33.5%	15.7%
3	Total investment and development capital	7,211.80	-	2,654.10	-	36.8%	-
4	Dividend (%)	8-15%	-	6%	-	75%	-

5	Charter capital	10,000.00	-	6,098.5	-	-	-
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2. Indicators of DIC Group's business plan in 2025:

Unit: billion VND

No.	Indicators	Parent company	Consolidated	Growth rate compared to the 2024 performance (%)	
				Parent company	Consolidated
1	Revenue and other income	3,450	3,500	211.4%	143.2%
2	Before-tax profit	950	718	183.4%	354.2%
3	Total development investment capital	6,690	-	152%	-
4	Dividend (%)	7-10%	-	16.7%	-

3. The AGM authorizes/signs tasks to:

- The BOD to approve construction investment projects, and to decide issues related to the implementation of the 2025 business tasks.
- The BOD and Board of Management (BOM) to organize and implement the 2025 business tasks.

Voting percentage%.

Article 3: Approve the 2024 Audited Financial Statements (including separate financial statements and consolidated financial statements). (*Attached financial statements*)

Voting percentage%.

Article 4: Approve the Report on the results of implementing the share issuance plans to increase capital in 2024; the Report on the use of capital from bond private placement; the Report on the use of capital from private placement in 2021; (*Attached report*)

Voting percentage%.

Article 5: Approve the Proposal on 2024 profit distribution plan.

After-tax profit of the parent company in 2024 VND 264,748,730,362

After-tax profit of the parent company based on Consolidated Financial Statements
VND 114,535,926,550

Funds deduction from profits in 2024 VND 13,237,436,518

Welfare fund 5% of after-tax profit VND 13,237,436,518

After-tax profit in 2024 after funds deduction VND 251,511,293,844

Remaining after-tax profit of previous years VND 367,035,648,102

Cumulative undistributed profits VND 618,546,941,946

Dividend distribution of 6% VND 365,911,197,000

Remaining after-tax profit VND 252,635,744,946

Voting percentage%.



Article 6: Approve the Share issuance plans to existing shareholders with main contents as follows:

1. Number of shares expected to be offered: Maximum 150.000.000 shares.
2. Type of shares: Ordinary shares
3. Total value of shares expected to be offered at par value: Maximum VND 1.500.000.000.000
4. Total expected value: Maximum VND 1.8000.000.000.000.
5. Price: VND 12.000/share
6. Issued subjects: All existing shareholders whose names are on the list of shareholders on the record date issued by Vietnam Securities Depository and Clearing Corporation (VSDC).
7. Offering method: shares offering to existing shareholders by exercising rights to buy shares.
8. Ratio of shares offered to total outstanding shares at the prepared time: 24.596 %.
9. Expected rate of exercising rights (based on the number of outstanding shares as of the date of the plan's formulation): 1,000:245.96
The AGM authorizes the BOD to determine rate of exercising rights base on the actual outstanding shares at the issuance time.
10. Rounding principle: Attached Plan
11. Rights transfer: Attached Plan
12. Plan for handling remaining undistributed shares (if any): Attached Plan.
13. Transfer restriction: Attached Plan.
14. Plan for using capital from the issuance: Attached Plan.
15. Foreign ownership ratio: Authorize the BOD to approve the issuance plan to ensure that the share issuance meets regulations on foreign ownership ratio.
16. Execution time: expected in Q3-Q4/2025. The specific execution time will be determined by the BOD based on the approval/permit from state authorities and in accordance with market condition.
17. The sequence of execution for the offering compared to other offerings approved by the AGM: It is expected to be carried out after the share issuance for dividend payment in 2024 (if approved by the AGM). The AGM authorizes the BOD to adjust the issuance procedure if necessary to align with market conditions.
18. The issued shares will be additionally registered with VSDC and listed at HOSE in accordance with the provisions of law.
19. Approval on the registration for an increase in charter capital with the state authorities in accordance with legal regulations and adjusting the charter capital in DIC Group's Business Registration Certificate corresponding to the actual total

value of successfully issued shares (at fair value) after the completion of the issuance of shares

20. The AGM authorizes the BOD: Attached Plan.

(Detailed as attached Proposal)

Voting percentage%.

Article 7: Approve the share issuance plan to pay dividend in 2024 with the main contents as follows:

1. Number of shares expected to be issued to pay 2024 dividend: 36,591,119 shares
2. Type of shares: Ordinary shares
3. Total value of issued shares (par value): VND 365,911,190,000.
4. Issued subjects: All existing shareholders whose names are on the list of shareholders on the record date issued by Vietnam Securities Depository and Clearing Corporation (VSDC) are allocated rights to receive dividend.
5. Issuance method: exercising rights, the rights are not allowed to transfer.
6. Expected rate of exercising rights: 100:6 (01 share corresponds to 01 right. A shareholder who owns 100 rights will receive 6 new shares).
7. Rounding principles and plan for handling fractional shares: Attached Plan.
8. Sources of capital for the issuance: from the source of undistributed after-tax profit on December 31, 2024 in the audited 2024 financial statements.
9. Expected issuance time: in 2025. the BOD is assigned to decide the specific time after the State Securities Commission (SSC) approves the issuance.
10. Additional registration and listing: The issued shares will be additionally registered with VSDC and listed at HOSE in accordance with the provisions of law.
11. The sequence of execution for the offering compared to other offerings approved by the AGM: Priority shall be given to executing this offering before other offerings. The AGM authorizes the BOD to adjust the order in comparison with other issuances as deemed appropriate to match actual circumstances, if necessary.
12. Approval on the registration for an increase in charter capital with the competent state authorities in accordance with legal regulations and the adjustment of the charter capital in DIC Group's Business Registration Certificate corresponding to the actual total value of successfully issued shares (at par value) after the completion of the issuance of shares.
13. The AGM authorizes the BOD: Attached Plan.

(Detailed as attached Proposal)

Voting percentage:%.

Article 8: Approve the Proposal on the 2025 loan plan for investment activities. *(Attached proposal)*

1. Capital arrangement plan in 2025 (in case projects meet loan eligibility criteria):

Unit billion



No	Projects	Loan limit
1	DIC Star Hotels & Convention Vi Thanh in Vi Thanh Commercial Residential Area, Hau Giang.	320.0
2	Social houses in Nam Vinh Yen New Urban Area (2/5 buildings at Lot E4-29)	393.9
3	DIC Silver (A4) Apartment in Chi Linh Center Area.	555.0
4	DIC Emera (A5) Apartment in Chi Linh Center Area.	954.0
	<u>Total</u>	<u>2,222.9</u>

2. Authorizes/assigns tasks to the BOD:

- To organize and decide on issues related to loan limit arrangement at credit institutions according to AGM's approval when the projects are eligible for loan according to credit institutions' regulations.
- To proactively decide and approve documents related to loan applications for investment projects; proactively adjust the loan limit in accordance with the actual situation at the arrangement time and/or credit institutions' approval, ensuring that the projects are feasible and effective.
- To supplement/adjust capital arrangement plans in accordance with DIC Group's business activities and general development plan.

Voting percentage%.

Article 9: Approve the Proposal on selection of audit firms for the 2025 Financial Statements

1. Approve the list of independent audit firms for the BOD to select an independent audit firm to provide audit services and review DIC Group's 2025 Financial Statements, as follows:

- + KPMG Co., Ltd (KPMG);
- + Ernst & Young Viet Nam Co., Ltd;
- + Deloitte Vietnam Audit Co., Ltd;
- + A&C Auditing and Consulting Co., Ltd (A&C Co., Ltd);
- + Southern Auditing and Accounting Financial Consulting Services Co., Ltd (AASCS);
- + NVA Auditing Co., Ltd;
- + VACO Auditing Co., Ltd (VACOLLC);

2. The AGM authorizes/assigns tasks to the BOD:

- To decide to select a firm from the audit firms listed above to conduct the audit of DIC Group's 2025 Financial Statements, based on criteria assuring quality, efficiency, reasonable cost, and the selected firm must be included in the audit firms list approved by the Ministry of Finance to conduct audits for public interest entities;

- In the event that at the time the BOD of DIC Group make the selection, the audit firms in the shortlist approved at the 2025 AGM fail to meet the required criteria (*), the AGM authorizes the BOD to choose another audit firm from the approved list to audit for public interest entities as announced by the Ministry Finance to conduct audits for DIC Group's 2025 Financial Statements.

Voting percentage%.

Article 10: Approve the Report on the 2024 remuneration and allowances payment, and the 2025 remuneration and allowances payment plan for the BOD members, Secretary Committee under the BOD:

1. The total remuneration and allowances paid to the BOD and the Secretary Committee in 2024 amounted to **VND 4,542,500,000** (*Four billion, five hundred forty-two million, five hundred thousand dong*)

2. The plan to pay remuneration and allowances for the BOD and the Secretary Committee in 2025 is expected to be: **VND 3,926,000,000** (*Three billion, nine hundred and twenty-six million dong*). *Specific expectations are as follows:*

No.	Title	Amount of people	Remuneration for 01 person/month	No. of months	Expected total remuneration /allowances in 2025 (VND)
I	Board of Directors (BOD)				<u>3,705,000,000</u>
1	Remuneration				
	Chairman of the BOD	1	150,000,000	13	1,950,000,000
	Permanent Vice Chairman of the BOD	1	100,000,000	13	1,300,000,000
	Member of the BOD	2	10,000,000	13	260,000,000
2	Allowances for independent member of the BOD				
	Independent member of the BOD	1	15,000,000	13	195,000,000
II	Secretary Committee	5		13	<u>221,000,000</u>
	Total (I+II)				3,926,000,000

3. The AGM unanimously authorizes the BOD:

- To decide on the approval of additional payments of salaries, remuneration, allowances, etc. to members of the BOD and Councils/Committees/Boards/Subcommittees, etc. under the BOD, based on the 2025 business performance, in case DIC Group exceeds its profit targets;

- To decide on the bonus amount, bonus rate and the individuals eligible for bonuses at the end of 2025 based on DIC Group’s actual operational results in 2025;
- To decide on additional year end remuneration for the BOD’s members from the reward fund, welfare fund, or other available funds *(if any)*.

Voting percentage%.

Article 11: Approve the results of the additional election of the BOD members for Term IV (2023–2027)

Mr. Bui Van Su

Date of birth: April 05, 1973

Nominated position: BOD member for Term IV (2023-2027)

Voting percentage%.

Article 12: Approve the AGM resolution:

1. Resolution is voted to approve by the 2025 AGM and comes into force from April 18, 2025.
2. Shareholders, BOD members, Audit Committee, BOM and related units are obliged to execute this Resolution./.

**OBO. BOARD OF DIRECTORS
CHAIRMAN**

Recipients:

- Shareholders;
- SSC;
- HOSE;
- BOD; BOM;
- Related units;
- Archived: AD, BOD Secretary.

Nguyen Hung Cuong

(NOTICE: This Resolution is a translation of the Vietnamese language original for convenience purposes only, and in the event of any discrepancy, the Vietnamese language original shall prevail.)

