

No: 22/2026/NQ/DCF-HĐQT

HCMC, June 05th, 2026



RESOLUTION

(Re: Adoption of a plan for the offering of additional shares to the public for existing shareholders)

THE BOARD OF DIRECTORS DESIGN AND CONSTRUCTION JOINT STOCK COMPANY NO. 1

Pursuant to

- The Enterprise Law No. 59/2020/QH14 dated June 17, 2020, and its implementation guidelines;
- The Securities Law No. 54/2019/QH14 dated November 26, 2019 and its implementation guidelines;
- The Charter of DECOFI;
- The Resolution of the Annual General meeting of shareholders 2026 No. 01/2026/NQ-ĐHĐCĐ dated 14/04/2026;
- The proposal No. 20/2026/TT/DCF-HĐQT dated April 08th, 2026 regarding the Adoption of a plan for the offering of additional shares to existing shareholders;
- The Minutes of the Board of Directors' Meeting dated June 05th, 2026

RESOLVE

Article 1. To adopt the adjustment of the offering ratio and the exercise ratio of the right to additionally offer shares to the public for existing shareholders in the accordance with the authorization granted by the 2026 Annual General Meeting of Shareholders ('AGM') under Resolution No. 01/2026/NQ-DHĐCĐ dated April 14, 2026, with details as follows:

1. Offering ratio: 78,571532% (46.639.024 shares: 59.358.680 shares)
2. Right exercise ration: 100:78,571532 (Shareholders holding 01 share shall receive 01 purchase right, and for every 100 purchase rights held, they are entitled to purchase 78.571532 new shares).

Article 2. To adopt the implementation of the additional share offering to the public for existing shareholders in the accordance with the plan approved by the AGM under Resolution No. 01/2026/NQ-DHĐCĐ dated April 14, 2026, with details as follows

1. Issuing organization: Design and Construction Joint Stock Company No. 1.
2. Securities name: Design and Construction Joint Stock Company No. 1.
3. Stock symbol: DCF.
4. Type of share: Common stock.
5. Par value: VND 10.000 /share.
6. Current charter capital: VND 593.586.800.000.
7. Number of shares issued: 59.358.680 shares

In which:

- + Total number of outstanding shares: 59.358.680 shares.
 - + Total number of treasury shares: 0 shares.
8. Number of shares offered: 46.639.024 shares.
 9. Expected issuance value (at par value): VND 466.390.240.000
 10. Offering price: VND 10.000 / share.
 11. Total amount of money expected to be raised from the offering: VND 466.390.240.000
 12. Offering ratio: 78,571532% (46.639.024 shares: 59.358.680 shares).
 13. Form of issuance: Offering additional shares to the public for existing shareholders.
 14. Eligible Offerees: Existing shareholders whose names appear on the list of shareholders as of the record date for the exercise of rights to purchase additional shares, as provided by the Vietnam Securities Depository and Clearing Corporation (VSDC) in accordance with regulations.
 15. Method of Distribution: Distribution shall be conducted via the method of exercising purchase rights for existing shareholders.
 16. Right Exercise Ratio: 100:78,571532 (Shareholders holding 01 share shall receive 01 purchase right, and for every 100 purchase rights held, they are entitled to purchase 78.571532 new shares).
 17. Transfer of Purchase Rights: Purchase rights may be transferred once (01) (the transferee of the purchase rights is not permitted to further transfer them to a third party). The transferor and transferee shall mutually agree upon the transfer price, handle payment, and be responsible for fulfilling all obligations in accordance with relevant regulations regarding such transfers.
 18. Principle for rounding fractional shares: The number of shares offered to the public for existing shareholders will be rounded down to the nearest whole share (the nearest unit).

Example: On the record date, Shareholder A owns 120 shares; therefore, the number of additional shares Shareholder A is entitled to purchase is: $120 \times 78.571532/100 = 94.2858384$ shares. After rounding down to the nearest whole share, the number of shares Shareholder A is entitled to purchase is 94 shares
 19. Handling of unsold shares (if any): Unsold shares are defined as those for which shareholders and/or transferees of purchase rights fail to exercise their rights (in part or in full), or shares that have been registered for purchase but for which payment was not made within the stipulated deadline, and/or for other reasons.
 - The GMS shall authorize the BOD to decide on the plan for handling any unsold shares:
 - + Target offerees and distribution method: The remaining unsold shares shall be offered by the BOD to other investors (including existing shareholders) under conditions that are no more favorable than those offered to existing shareholders. The BOD is authorized to determine the selection criteria and the list of investors eligible to purchase such remaining shares.
 - + Offering price: To be decided by the BOD at the time of the offering, but in any case, not lower than the offering price for existing shareholders.
 - + In the event that the distribution period expires in accordance with current laws (including any extensions, if applicable) and some shares remain undistributed, such

shares shall be cancelled, and the BOD shall decide to conclude the offering.

Company will proceed to increase its charter capital based on the actual number of successfully distributed shares.

- The distribution of any remaining unsold shares to other investors must satisfy the following conditions:
 - + Compliance with regulations on cross-ownership as stipulated in Article 195 of the Law on Enterprises No. 59/2020/QH14.
 - + Compliance with regulations on handling shares for which investors failed to register or make payment, and fractional shares, as stipulated in Article 42 of Decree No. 155/2020/ND-CP.
- 20. Transfer Restrictions: Additional shares issued to existing shareholders are not subject to transfer restrictions. The remaining shares distributed to other investors shall be restricted from transfer for a period of 01 (one) year from the completion date of the offering.
- 21. Execution Timeline: Expected in 2026, after receiving the written approval from the State Securities Commission (SSC).
- 22. Minimum Offering Success Rate: Not applicable.
- 23. Public Tender Offer: In the event that the ownership ratio of investors (and their affiliated persons) participating in the public offering to existing shareholders leads to an ownership level exceeding the thresholds stipulated in Clause 1, Article 35 of the Law on Securities, the public tender offer procedures shall not be required.
- 24. Additional securities registration and additional trading registration/listing of shares: The total number of successfully distributed shares will be additionally registered with the Vietnam Securities Depository and Clearing Corporation (VSDC) and registered for additional trading/ listing on Stock Exchange in accordance with legal regulations.
- 25. Change of Charter Capital: Approval of the amendments and supplements to the Company's Charter, and procedures for changing/adjusting the Enterprise Registration Certificate (ERC) based on the new capital level upon the conclusion of the offering.

Article 3. To adopt the detailed plan for utilization of proceeds from the additional public share offering to existing shareholders, with details as follows:

The total proceeds collected from the offering shall be utilized for the following purposes:

No	Content of capital utilization	Amount (VND)	Expected disbursement time
1	Acquire 95% of the shares (equivalent to 9,500,000 shares) of Ninh Thuan Mineral Exploitation and Construction Investment JSC at a price of VND 31,000/share from Mr. Huynh Duc Nguyen.	294,500,000,000	2026-2027
2	Repay loans at banks with details as follows:	171,890,240,000	2026-2027
2.1	<i>Repayment of loan obligations to Nam A Bank - An Dong Branch under Credit Facility Agreement No. 0098/2025/902-CV dated May 16, 2025.</i>	51,890,240,000	

No	Content of capital utilization	Amount (VND)	Expected disbursement time
2.2	<i>Repayment of loan obligations to ACB bank – Cong Hoa Bank under Credit Facility Agreement No. COH.DN.2740.100126 dated Jan 13,2026 and amendments and supplements to the text.</i>	60.000.000.000	
2.3	<i>Repayment of loan obligations to VIB Bank – Sai Gon Branch under Credit Facility Agreement No.1085680.25 dated August 27, 2025.</i>	60.000.000.000	
	Total	466.390.240.000	

Article 4. To assign/authorize the General Director to organize the implementation of necessary tasks, sign relevant legal documents, and decide on any arising matters in order to complete the additional public share offering to existing shareholders in accordance with applicable laws and ensuring the rights and interests of shareholders.

Article 5. This Resolution takes effect from the date of signing hereof./.

Members of the Board of Directors, Board of Supervisors, Executive Board, departments and relevant individuals are responsible for implementing this Resolution.

Recipient::

- *As article 5;*
- *BOD's office.*

**ON BEHALF OF THE BOD
CHAIRPERSON**

(Signed)

PHAM HUNG CUONG



No: 23/2026/NQ/DCF-HĐQT

HCMC, June 05th, 2026



RESOLUTION

(Re: The plan to ensure that the share issuance complies with regulations on foreign ownership limit)

THE BOARD OF DIRECTORS

DESIGN AND CONSTRUCTION JOINT STOCK COMPANY NO. 1

Pursuant to

- The Enterprise Law No. 59/2020/QH14 dated June 17, 2020, and its implementation guidelines;
- The Securities Law No. 54/2019/QH14 dated November 26, 2019 and its implementation guidelines;
- The Charter of DECOFI;
- The Resolution of the Annual General meeting of shareholders 2026 No. 01/2026/NQ-ĐHĐCĐ dated 14/04/2026;
- The Proposal No. 22/2026/TT/DCF-HĐQT dated April 08th, 2026 regarding the Adoption of a plan for the offering of additional shares to existing shareholders;
- The Minutes of the Board of Directors' Meeting dated June 05th, 2026



RESOLVE

Article 1. To unanimously adopt the plan to ensure that the share issuance complies with regulations on foreign ownership limit, with details as follows:

- The maximum aggregate ownership limit for foreign investors and economic organizations with over 50% of charter capital held by foreign investors at DECOFI, in accordance with Official Dispatch No. 2377/UBCK-PTTT dated April 15, 2024 issued by the State Securities Commission, is 0% of the charter capital.
- The foreign ownership ratio of DECOFI as of May 22, 2026 is 0.007% of the charter capital (based on the list of securities owners provided by the Vietnam Securities Depository and Clearing Corporation). DECOFI has had existing foreign shareholders prior to the determination of the 0% maximum foreign ownership limit.
- The additional public share offering plan for existing shareholders of DECOFI is a pro-rata share purchase rights issuance to existing shareholders. Shareholders shall be allocated purchase rights based on the list of securities owners on the record date provided by the Vietnam Securities Depository and Clearing Corporation.
- The BOD adopts the share issuance plan to ensure compliance with regulations on foreign ownership limit, with specific details as follows:
 - + The Company's shareholders are not permitted to transfer their purchase rights to foreign investors and economic organizations with over 50% of charter capital held by foreign investors.

- + When distributing the remaining unsubscribed shares (if any) as authorized by the General Meeting of Shareholders under Submission No. 20/2026/TT/DCF-HDQT dated April 8, 2026, the Board of Directors shall not distribute such shares to foreign investors and economic organizations with over 50% of charter capital held by foreign investors.
- The Board of Directors commits to utilizing appropriate measures in accordance with applicable laws to ensure that the maximum foreign ownership limit at DECOFI complies with legal regulations.

Article 2. To assign/authorize the General Director to organize the implementation of necessary tasks, sign relevant legal documents, and decide on any arising matters in order to complete the additional public share offering to existing shareholders in accordance with applicable laws and ensuring the rights and interests of shareholders.

Article 3. This Resolution takes effect from the date of signing hereof./.

Members of the Board of Directors, Board of Supervisors, Executive Board, departments and relevant individuals are responsible for implementing this Resolution.

Recipient::

- *As article 3;*
- *BOD's office.*

**ON BEHALF OF THE BOD
CHAIRPERSON**

(Signed)

PHAM HUNG CUONG



No: 24/2026/NQ/DCF-HĐQT

HCMC, June 05th, 2026



RESOLUTION

(Re: To adopt the registration dossier for the additional public share offering to existing shareholders)

THE BOARD OF DIRECTORS

DESIGN AND CONSTRUCTION JOINT STOCK COMPANY NO. 1

Pursuant to

- The Enterprise Law No. 59/2020/QH14 dated June 17, 2020, and its implementation guidelines;
- The Securities Law No. 54/2019/QH14 dated November 26, 2019 and its implementation guidelines;
- The Charter of DECOFI;
- The Resolution of the Annual General meeting of shareholders 2026 No. 01/2026/NQ-ĐHĐCĐ dated 14/04/2026;
- The Proposal No. 22/2026/TT/DCF-HĐQT dated April 08th, 2026 regarding the Adoption of a plan for the offering of additional shares to existing shareholders;
- The Minutes of the Board of Directors' Meeting dated June 05th, 2026

RESOLVE

Article 1. To unanimously adopt the registration dossier for the additional public share offering to existing shareholders of DECOFI in accordance with the Appendix attached to this Resolution

- The maximum aggregate ownership limit for foreign investors and economic organizations with over 50% of charter capital held by foreign investors at DECOFI, in accordance with Official Dispatch No. 2377/UBCK-PTTT dated April 15, 2024 issued by the State Securities Commission, is 0% of the charter capital.

Article 2. To assign/authorize the General Director to organize the implementation of necessary tasks, sign relevant legal documents, and decide on any arising matters in order to complete the additional public share offering to existing shareholders in accordance with applicable laws and ensuring the rights and interests of shareholders.

Article 3. This Resolution takes effect from the date of signing hereof./.

Members of the Board of Directors, Board of Supervisors, Executive Board, departments and relevant individuals are responsible for implementing this Resolution.

Recipient::

- As article 3;
- BOD's office.

ON BEHALF OF THE BOD

CHAIRPERSON

(Signed)

PHAM HUNG CUONG



APPENDIX: REGISTRATION DOSSIER FOR THE ADDITIONAL PUBLIC SHARE OFFERING TO EXISTING SHAREHOLDERS

(Attached to the Board of Directors' Resolution No. 24/2026/NQ/DCF-HDQT dated June 5, 2026 regarding the Adoption of the registration dossier for the additional public share offering to existing shareholders)

1. Registration Application for the public share offering to existing shareholders No. 119/2026/CV-DCF dated June 5, 2026.
2. Enterprise Registration Certificate No. 0301248798, first registered on July 14, 2003 at the Ho Chi Minh City Department of Planning and Investment, and updated for the 15th amendment on October 13, 2025.
3. Submission No. 20/2026/TT/DCF-HDQT dated April 8, 2026 regarding the Adoption of the plan for the additional public share offering to existing shareholders.
4. The 2026 Annual General Meeting of Shareholders' Resolution No. 01/2026/NQ-DHDCD dated April 14, 2026.
5. The Company's Charter.
6. Audited separate and consolidated financial statements for the years 2024 and 2025 (attached to Power of Attorney No. 02.01.3/2026/NVA-GUP dated January 2, 2026 from the Legal Representative of NVA Auditing Company Limited to the Deputy General Director, and Power of Attorney No. 20/2026/UQ/DCF dated February 24, 2026 from the Legal Representative of No. 1 Construction and Design Joint Stock Company to the Deputy General Director).
7. Unedited separate and consolidated financial statements for the first quarter of 2026 (Quarter I/2026).
8. The Board of Directors' Resolution No. 22/2026/NQ/DCF-HDQT dated June 5, 2026 regarding the Implementation of the plan for the additional public share offering to existing shareholders.
9. The Board of Directors' Resolution No. 23/2026/NQ/DCF-HDQT dated June 5, 2026 regarding the Adoption of the plan to ensure that the share issuance complies with regulations on foreign ownership limit.
10. Document No. 21/2026/CV-HDQT dated June 5, 2026 from the Board of Directors regarding the Commitment to register for trading or list shares on the Stock Exchange.
11. Document No. 118/2026/CV-DCF dated June 5, 2026 regarding the Commitment to comply with the provisions of Point e, Clause 1, Article 15 of the Law on Securities.
12. Notification No. 413/2026/TB-NHNA-DVKD.919 dated June 2, 2026 from Nam A Bank – Phu My Hung Transaction Office regarding the Freezing of the escrow account for receiving proceeds from the share offering.
13. Audited report on the utilization of capital/proceeds generated from the 2025 private placement of 10 million shares up to October 6, 2025.
14. Consultancy Contract for the additional public share offering to existing shareholders No. 1504/2026/TV-PH/BMSC-DCF dated April 15, 2026.
15. Prospectus.
16. Documents relating to the plan for the utilization of proceeds from the offering