

No.: 64/2026/DIC No1-HĐQT – NK IV

Ho Chi Minh City, May 22, 2026

## RESOLUTION OF THE BOARD OF DIRECTORS

*(Re: Implementation of the plan to issue shares to increase charter capital from the owner's equity, the plan for handling odd shares, and the plan to ensure the issuance meets the foreign ownership ratio)*

### THE BOARD OF DIRECTORS OF DEVELOPMENT INVESTMENT CONSTRUCTION NUMBER 1 JOINT STOCK COMPANY

#### **Pursuant to:**

- Enterprise Law No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020; Law No. 03/2022/QH15 dated January 11, 2022, and Law No. 76/2025/QH15 dated June 17, 2025, amending and supplementing the Enterprise Law;
- Securities Law No. 54/2019/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019; Law No. 56/2024/QH15 dated November 29, 2024, amending and supplementing the Securities Law;
- Decree No. 155/2020/NĐ-CP of the Government dated December 31, 2020, detailing the implementation of certain provisions of the Securities Law; Decree No. 245/2025/NĐ-CP dated September 11, 2025, of the Government amending and supplementing certain provisions of Decree No. 155/2020/NĐ-CP dated December 31, 2020;
- Circular No. 118/2020/TT-BTC dated December 31, 2020, of the Ministry of Finance guiding certain contents on offering, issuing securities, public tender offers, share repurchases, registration of public companies, and cancellation of public company status; Circular No. 19/2025/TT-BTC dated May 5, 2025, and Circular No. 115/2025/TT-BTC dated December 15, 2025, of the Ministry of Finance amending and supplementing certain provisions of Circular No. 118/2020/TT-BTC dated December 31, 2020;
- The Charter on the organization and operation of Development Investment Construction Number 1 Joint Stock Company;
- The 2026 Annual General Meeting of Shareholders Resolution No. 61/2026/NQ/DIC No1/ĐHĐCĐ-NK IV dated April 21, 2026, approved the plan to issue shares to increase charter capital from the owner's equity;
- Meeting Minutes of the Board of Directors No. 45/BB-HĐQT- DIC No1 dated 22/05/2026.

## HEREBY RESOLVES

**Article 1. Approval of the implementation of the plan to issue shares to increase charter capital from the owner's equity and the plan for handling odd shares according to the issuance plan approved at the 2026 Annual General Meeting of Shareholders dated April 21, 2026, as follows:**

- Name of Shares: Shares of Development Investment Construction Number 1 Joint Stock Company
- Code of Shares: DC1
- Type of Shares: Common Shares
- Par Value of Shares: 10,000 VND per share
- Number of Shares ("*NOS*") expected to be issued: 1,576,517 shares
- Total issuance value at par value: 15,765,170,000 VND
- Form of Issuance: Issuance of shares to increase share capital from equity capital.
- Issuance Target: Existing shareholders are listed in the shareholder list as of the final registration date to exercise the right to receive shares issued to increase share capital from equity, as provided by the Vietnam Securities Depository and Clearing Corporation – Ho Chi Minh City Branch ("*VSDC*").
- Issuance Ratio (*Expected number of shares to be issued / Current number of shares outstanding*): 35%
- Exercise Ratio: 100:35 (*On the final registration date to exercise the right to receive shares issued to increase share capital from equity, shareholders owning 100 shares will receive 35 additional shares*).
- Transfer Restrictions: Shares issued to increase share capital from equity are common shares and are not subject to transfer restrictions. The right to receive shares issued to increase share capital from equity is non-transferable.
- Handling of Fractional Shares: To ensure the number of shares issued does not exceed the expected number, the number of shares shareholders receive will be rounded down to the nearest whole number. Any fractional shares arising from rounding down when distributing to existing shareholders and the difference between the expected number of shares to be





issued (1,576,517 shares) and the actual number of shares issued will be canceled.

*Example: Shareholder A owns 110 shares on the final registration date to exercise the right. With an exercise ratio of 100:35, the number of shares Shareholder A will receive is: 38.5 shares. According to the principle of rounding down to the nearest whole number, the number of shares Shareholder A will receive is 38 shares. The fractional share: 0.5 shares will be canceled.*

- Source of Funds: In order of priority from (1) Development Investment Fund and (2) Undistributed after-tax profits as of December 31, 2025, based on the Audited Financial Statements for 2025 of the Company.
- Implementation Time: Expected in 2026, after notification from the State Securities Commission ("SSC") regarding the receipt of the complete issuance report documents from the Company.
- Registration for Depository and Additional Trading Registration of Issued Shares: Newly issued shares will be registered for additional depository with VSDC and additional trading registration with the Hanoi Stock Exchange in accordance with legal regulations.

## **Article 2. Approval of the plan to ensure the issuance of shares meets the foreign ownership ratio**

- According to the shareholder list finalized at the most recent date of March 06, 2026, the foreign investor ownership ratio at the Company is 0.68% (equivalent to ownership of 30,888 DC1 shares).
- According to Official Letter No. 8289/UBCK-PTTT dated December 14, 2022, from the State Securities Commission regarding the notification dossier of the maximum foreign ownership ratio of Development Investment Construction Number 1 Joint Stock Company, the maximum foreign ownership ratio of the Company is 49%.
- In this issuance, the Company will issue shares to increase share capital from the owner's equity to shareholders at a rights execution ratio of 100:35. Therefore, this issuance will not increase the foreign ownership ratio in the Company. Simultaneously, the Company ensures the legal rights of foreign shareholders in accordance with Clause 5, Article 139 of Decree No. 155/2020/ND-CP (as amended at Point b, Clause 56, Article 1 of Decree No. 245/2025/ND-CP) as well as other shareholders.
- Thus, the issuance of shares to increase share capital from the owner's equity as per the issuance plan approved in the Resolution of the 2026 Annual General Meeting of Shareholders on April 21, 2026, will ensure that foreign ownership does not exceed the maximum allowable ratio. The Company commits to always ensuring compliance with



legal regulations on foreign investor ownership before, during, and after the issuance.

### Article 3. Authorization

The Board of Directors authorizes Mr. Tran Duy Anh – General Director (*Authorized Representative*) to perform tasks related to the issuance of shares to increase share capital from the owner's equity as follows:

- Proactively prepare, amend, supplement, and explain the issuance dossier as required by the State Securities Commission;
- Select an appropriate time to implement the share issuance after receiving a written notice from the State Securities Commission confirming receipt of all necessary issuance documents to increase share capital from the owner's equity;
- Disclose information about the issuance and report the issuance results to the competent State authorities in accordance with current regulations;
- Complete necessary procedures to amend the Enterprise Registration Certificate and amend the Company Charter according to the new charter capital after completing the share issuance;
- Complete necessary procedures and documents to register additional depository shares with the Vietnam Securities Depository and Clearing Corporation ("*VSDC*"), register additional trading shares with the Hanoi Stock Exchange ("*HNX*") after completing the issuance;
- Other necessary tasks and procedures related to the share issuance.

### Article 4. Implementation Provisions

This Resolution shall take effect as of the date of signing. Members of the Board of Directors, the Board of Management, the Chief Accountant, and related departments and units are responsible for implementing this Resolution.

#### Recipients:

- As per Article 4;
- Board of Directors, Board of Management, Supervisory Board;
- To be filed: Office of Record.

### O.B OF THE BOARD OF DIRECTORS

CHAIRMAN



Hoang Van Tang