

MINUTES
ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025
DIC HOLDINGS CONSTRUCTION JOINT STOCK COMPANY

I/. TIME, LOCATION AND ATTENDEES:

Today, at 8h hours 50 minutes, 2025-04-25. The 2025 Annual General Meeting of Shareholders of DIC Holdings Construction Joint Stock Company was held at the Pullman Vung Tau Hotel Conference Center – No. 15 Thi Sach, Ward 8, Vung Tau City, Ba Ria – Vung Tau Province.

Attending members convened: 3.292 shareholders, representing 57.749.267 shares. Total number of shareholders directly attending the meeting and authorized: 63 shareholders, representing 36.811.012 shares (with voting rights at the meeting), accounting for 63,74% of the Company's total shares. Of which:

- + Individual shareholders: 59 people, representing ownership: 15.144.004 shares with voting rights
- + Legal entity shareholders: 4 people, representing ownership: 21.667.008 shares with voting rights

Guests attending the General Meeting: Representatives of credit institutions: Strategic partners, press agencies, local television stations for reporting.

The General Meeting approved the Presidium and the Secretariat including the following persons:

1. The presidium:

- + Mr : Le Dinh Thang Chairman of the General Meeting
- + Mr : Nguyen Van Da Member
- + Mr : Tran Gia Phuc Member
- + Mr : Trinh Dinh Cuong Member
- + Mrs : Dinh Ngoc Chau Huong Member
- + Mrs : Tran Thi Thu Member

2. The secretariat:

- + Mr : Bui Dinh Phong Head of the committee
- + Mrs : Nguyen Thi Thu Hang Member

3. The vote counting board:

- + Mr : Nguyen Van Tuyen Head of the committee
- + Mr : Pham Viet Hung Member



- + Mr : Mai Tien Duc Member
- + Mr : Le Tran Manh Cuong Member
- + Mr : Pham Van Manh Member
- + Ms. Tran Thi Nguyen Thuy Phuong – Member
- + Ms. Nguyen Thi Thao Nguyen – Member
- + Ms. Pham Thi Thanh – Member
- + Ms. Tran Thi Tinh – Member

II/. AGENDA OF THE GENERAL MEETING:

1. Mr. Pham Van Manh, on behalf of the Organizing Committee:

- Announce the reasons and introduce the delegates
- Report on the results of checking the eligibility of shareholders attending the General Meeting. According to the Law on Enterprises and the company's charter, the General Meeting is qualified to proceed.
- Approve the agenda of the General Meeting.
- Approve the working regulations at the 2025 Annual General Meeting of Shareholders.

2. Mr. Le Dinh Thang - Chairman of the Board of Directors reports on the business situation in 2024 and the tasks and directions for 2025 of the Board of Directors.

(details attached to the report)

**** Voting results:***

- The General Meeting approved with a rate of approval of: 79,94% of voting shares.
- No opinions: 20,06% of voting shares.
- Abstentions: 0% of voting shares.

3. Mr. Tran Gia Phuc - General Director reports on the summary of business operations in 2024 and the business plan for 2025.

(1) Results of production and business activities in 2024

(Unit: billion VND)

No.	Target	2024 Plan		2024 Actual Results (billion VND)					
				Consolidated			Parent company		
		Consolidated	Parent company	2024 Implementation	Implementation compared to 2024 plan	Implementation compared to 2023	2024 Implementation	Implementation compared to 2024 plan	Implementation compared to 2023
1	Total Output	886	830	979	110.5%	129.4%	950	114.4%	127.2%
2	Total Revenue	832	800	1,106	132.9%	190.1%	1,103	137.9%	192.3%
3	Profit after tax	110	113	120.4	109.4%	112.4%	135.4	119.8%	110.2%

(2) Production and business plan for 2025

(Unit: billion VND)

No.	Target	2025 Plan (billion VND)			
		Consolidated		Parent company	
		Plan (billion VND)	Rate compared to 2024 implementation (%)	Plan (billion VND)	Rate compared to 2024 implementation (%)
1	Total Output	1,950	199.2%	1,900	200%
2	Total Revenue	1,820	164.5%	1,800	163.2%
3	Profit after tax	172	142.8%	178	131.5%
4	Dividend payout/charter capital	10%-15%			

** Voting results:*

- The General Meeting approved with a rate of approval of: 79,94% of voting shares.
- No opinions: 20,06% of voting shares.
- Abstentions: 0% of voting shares.

4. Ms. Nguyen Tuyet Hoa – Chief Financial Officer presented the audited 2024 financial statements

(Including consolidated financial statements and financial statements of the parent company)

** Voting results:*

- The General Meeting approved with a rate of approval of: 79,9% of voting shares.
- No opinions: 20,01% of voting shares.
- Abstentions: 0% of voting shares.

5. Mr. Trinh Dinh Cuong – Chairman of the Audit Committee presented the Report of the independent Board of Directors member in the 2024 Audit Committee.

(Attached report)

** Voting results:*

- The General Meeting approved with a rate of approval of: 79,9% of voting shares.
- No opinions: 20,01% of voting shares.
- Abstentions: 0% of voting shares

6. Mr. Nguyen Van Da - Vice Chairman of the Board of Directors presented to the General Meeting the 2024 profit distribution plan.

1 - Total profit:	175,452,366,887	VND
Of which: - Profit in 2024:	120,670,053,678	VND
- Retained profits from previous years:	54,782,313,209	dong
2 - Expected allocation to funds:	139,632,544,236	dong
a. Dividend payout to shareholders at a rate of 15% of charter capital	115,498,533,500	dong
Including: + 5% in cash (distributed on 2025-01-20);	28,874,633,500	dong
+ 10% in shares	86,623,900,000	dong
b. Welfare Fund (equal to 5% of 2024 profits):	6,033,502,684	dong
c. Reward Fund (equal to 10% of 2024 profits):	12,067,005,368	dong
d. Development Investment Fund (equal to 5% of 2024 profits):	6,033,502,684	dong
3 - Undistributed retained earnings:	35,819,822,651	dong

*** Voting results:**

- The General Meeting approved with a rate of approval of: 79,9% of voting shares.
- No opinions: 0,04% of voting shares.
- Abstentions: 20,06% of voting shares

7. Mr. Tran Gia Phuc - General Director presented to the General Meeting the plan to issue shares to pay dividends in 2024

The General Meeting of Shareholders of DIC Holdings Construction Joint Stock Company (DC4) approved the plan to issue additional shares to pay dividends in 2024 with the following main contents:

- Current charter capital: VND 866,239,000,000.
- Number of outstanding shares: 86,623,900 shares.
- Number of shares expected to be issued: 8,662,390 shares.
- Total expected issuance value (at par value): VND 86,623,900,000.
- Number of shares expected after paying dividends in 2024: 95,286,290 shares.
- Issuance capital source: From the Company's after-tax profit according to the audited 2024 consolidated financial statements.
- Dividend payout ratio: 10%
- Issuance target: All existing shareholders whose names are on the list on the record date to exercise their rights.
- Issuance method:
Implementation ratio: 10:1

(Attached is submission 06/TT-ĐHCD.2025)

*** Voting results:**

- The General Meeting approved with a rate of approval of: 79,9% of voting shares.
- No opinions: 0,04% of voting shares.
- Abstentions: 20,06% of voting shares

8. Mr. Tran Gia Phuc - General Director presented to the general meeting for approval of the plan to issue shares under the employee stock option program (ESOP)

- Current charter capital: VND 866,239,000,000.
- Number of outstanding shares: 86,623,900 shares.
- Expected charter capital after dividend payment in 2024 (rate of 10%/charter capital): VND 952,862,900,000.
- Expected number of shares after dividend payment in 2024: 95,286,290 shares.
- Expected number of ESOP shares to be issued in 2025: 4,750,000 shares, accounting for 4.98% of the outstanding shares (calculated on the number of shares after dividend payment in 2024: 95,286,290 shares), of which:
 - ✓ Issuance of bonus shares to employees: 1,800,000 shares.
 - ✓ Offering for sale to employees: 2,950,000 shares.
- Expected number of shares after ESOP issuance in 2025: 100,036,290 shares.
- Expected charter capital after ESOP issuance in 2025: VND 1,000,362,900,000.
- Issuance target: Employees of the Company as decided by the ESOP Management Board (ESOP participants), including: The Board of Directors, the Management Board and employees of the Company. The GMS authorizes the BOD to approve the composition of the ESOP Management Board in 2025.

(Attached is the submission 07/TT-ĐHCD.2025)

*** Voting results:**

- The General Meeting approved with a rate of approval of: 79,35% of voting shares.
- No opinions: 0,59% of voting shares.
- Abstentions: 20,06% of voting shares.

9. Mr. Trịnh Đình Cường - Chairman of the Audit Committee, presented to the General Meeting the change of purpose of using capital from the additional issuance of shares offered to the public in 2024.

(Attached is the submission 08/TT-ĐHCD.2025)

- The General Meeting approved with a rate of approval of: 79,6% of voting shares.
- No opinions: 0,34% of voting shares.
- Abstentions: 20,06% of voting shares.

10. Mr. Nguyễn Văn Đa - Vice Chairman of the Board of Directors, reported to the General Meeting on the implementation of projects in 2024 and the investment plan for projects in 2025.

(Attached is report 09/BC-ĐHCD.2025)

*** Voting results:**

- The General Meeting approved with a rate of approval of: 79,6% of voting shares.
- No opinions: 20,4% of voting shares.
- Abstentions: 0% of voting shares.

11. Ms. Đinh Ngọc Châu Hương - Member of the Board of Directors, reported on the payment of remuneration to the Board of Directors and supporting departments in 2024; Remuneration and allowance payment plan for 2025.

(1) In 2024, the Company implemented the payment of remuneration as follows:

No .	Title	Number of people	2024 Plan (dong)	2024 Implementation (dong)	Implemen tation rate/Plan (%)
			Total remuneration for 01 year	Total remuneration for 01 year	
1	Full-time Chairman of the Board of Directors	1	1,300,000,000	1,300,000,000	
2	Vice Chairman of the Board of Directors (participating in management)	1	390,000,000	390,000,000	
3	Member of the Board of Directors	4	400,000,000	400,000,000	
4	Secretary of the Board of Directors	1	50,000,000	50,000,000	
Total			2,140,000,000	2,140,000,000	100%

Report on bonus payment to the Board of Directors (From the reward fund):

- Chairman of the Board of Directors: VND 100,000,000
- Vice Chairman of the Board of Directors: VND 58,888,889

Report on salary, bonus and benefits of the General Management Board in 2024 as follows:

- General Director: VND 708,554,073
- Deputy General Director (Finance): VND 507,839,231
- Deputy General Director (Technical): VND 499,904,423
- Chief Accountant: VND 459,331,538

(2) Submitting to the General Meeting the plan for payment of remuneration and allowances in 2025

No	Title	Number of people	Remuneration and allowance level (Unit: Dong)			
			Remuneration per month	Number of months	Remuneration per year/person	Total remuneration for 01 year
1	Full-time Chairman of the Board of Directors	1	115,000,000	13	1,495,000,000	1,495,000,000
2	Vice Chairman of the Board of Directors (participating in management)	1	30,000,000	13	390,000,000	390,000,000
3	Member of the Board of Directors	4		12	100,000,000	400,000,000
4	Secretary of the Board of Directors	1		12	50,000,000	50,000,000
Total						2,335,000,000

Of which:

- 1 Pay 100% of the remuneration to the Chairman of the Board of Directors if the parent company's after-tax profit plan is completed.
- 2 Pay up to 85% of the remuneration to the Chairman of the Board of Directors if the parent company's after-tax profit plan is not completed.

*** Voting results:**

- The General Meeting approved with a rate of approval of: 79,9% of voting shares.
- No opinion: 20,1% of voting shares.
- Abstentions: 0% of voting shares.

12. Ms. Dinh Ngoc Chau Huong – BOD member, submitted to the general meeting for approval the list of audit firms for the semi-annual financial statements and annual financial statements of 2025.

Submitting to the General Meeting for approval the list of auditing companies to select for auditing the financial statements of 2025, these are auditing companies that are eligible to be permitted by the State Securities Commission to audit the financial statements of 2025 of listed companies, specifically as follows:

- (1) International Auditing and Valuation Co., Ltd.
- (2) Ecovis Afa Vietnam Auditing - Appraisal And Consulting Company Limited.
- (3) Southern Auditing And Accounting Financial Consulting Services Company Limited.

The General Meeting authorizes the Chairman of the Board of Directors to decide to choose one of the three above-mentioned auditing companies to conduct the audit of the Company's semi-annual financial statements and financial statements for 2025. In case a contract cannot be signed with the above auditing companies, the General Meeting of Shareholders authorizes the Board of Directors to select another auditing company based on the criteria of ensuring audit quality at a reasonable cost.

*** Voting results:**

- The General Meeting approved with a rate of approval of: 79,9 % of voting shares.
- No opinion: 20,1% of voting shares.
- Abstentions: 0% of voting shares.

13. Ms. Tran Thi Thu – Member of the Board of Directors, presented to the General Meeting for approval the credit limit plan for 2025.

The General Meeting of Shareholders approved the policy of borrowing capital for investment and production and business in 2025 as follows:

(Unit: Billion VND)

No.	Method of capital mobilization	2024 borrowing limit	2025 borrowing limit plan	Increase/decrease
1	Bank loan	1,500	1,500	0
	– Short-term loan	1,000	1,000	0
	+ <i>Short-term borrowing and payment guarantee limit</i>	500	500	0
	+ <i>Guarantee limit (excluding payment guarantee)</i>	500	500	0
	– Long-term loan	500	500	0
2	Other loans <i>(Mobilization from employees, financial companies, other individuals)</i>			
	<u>Total</u>	1,500	1,500	0

The General Meeting of Shareholders authorizes the Board of Directors to: Mortgage the Company's assets and receivables and approve documents related to loan applications; adjust loan limits; loan forms, lending banks, to suit the actual situation at the time of implementation and according to the approval of the capital sponsoring unit, ensuring effective business operations.

*** Voting results:**

- The General Meeting approved with a rate of approval of: 79,35% of voting shares.
- No opinion: 20,44% of voting shares.
- Abstentions: 0,21% of voting shares.

14. Mr. Le Dinh Thang – Chairman of the Board of Directors, submitted to the General Meeting for approval the change of the Company's name.

- Current name: DIC Holdings Construction Joint Stock Company
- Changed name: DICERA HOLDINGS Joint Stock Company
- Abbreviated name: DICERA Holdings

Submitting to the General Meeting for authorization to the Board of Directors to amend Clause 1, Article 2 of the Company's Charter as follows:

Article 2. Name, form, headquarters, branches, representative offices and operating term of the Company

1. Company name:

- Company name in Vietnamese: DICERA HOLDINGS Joint Stock Company
- Company name in English: DICERA HOLDINGS Joint Stock Company
- Transaction Name: DICERA HOLDINGS Joint Stock Company
- Abbreviated Company name: DICERA Holdings

We respectfully request that the Board of Directors (BOD) choose an appropriate time to change the Company's name and amend the Company's charter in a way that does not affect business operations and complies with applicable laws. Authorize the BOD and the Company's Executive Board to carry out the necessary procedures for registration, document adjustments, information disclosure, and business registration changes with relevant authorities regarding the change of the Company's name.

**** Voting result:***

- The General Meeting approved with a rate of approval of: 79,73% of voting shares.
- No opinion: 20,06% of voting shares.
- Abstentions: 0,21% of voting shares.

15. General Meeting discussion:

* The General Meeting listened to the discussion and comments of the shareholders.

* On behalf of the Presiding Committee, Mr. Le Dinh Thang – Chairman of the Board of Directors – thanked the shareholders and responded to their questions.

(1) Shareholder Pham Van Dung provided comments:

- The Company should strive to complete the procedures for lowering the mining elevation for the quarry and obtaining the clay mining license as soon as possible due to the upcoming provincial merger.
- Regarding the aluminum billet production plant: since the Company will be using recycled aluminum, it should select advanced technologies that avoid environmental pollution and refrain from using coal, possibly opting for gas instead.
- Regarding the woodchip plant: attention must be paid to obtaining forest certification when exporting.
- The Company may also consider researching the pipe coating sector.

*** Mr. Le Dinh Thang responded to the shareholder:**

- The Company is actively expediting procedures for obtaining approval to lower the quarry mining elevation and to resume clay mining before the provincial merger. Currently, the price of construction stone is relatively high and supply is scarce.

- Regarding the aluminum billet production technology: the Company is committed to avoiding investment in technologies that cause environmental pollution and is aiming to use technologies utilizing LNG or other clean gases.
- Regarding the woodchip plant: the Company is still conducting research and will proceed with investment once it secures industrial park land.
- Regarding pipe coating: as this sector is not within the Company's expertise, there are currently no investment plans; however, there is a demand for pipe coating in the oil and gas industry in Vung Tau.

(2) Representative of Rong Viet Securities Corporation raised two questions:

- According to the report, the Company may sell up to 90% of the A2 apartment units. How will the Company allocate the profits, and how will profits be recognized in Quarter 3?
- Where does the Company plan to invest in industrial clusters, and what is the expected scale?

* Mr. Le Dinh Thang responded:

- The A2 apartment project will recognize construction revenue and profit within 2025, as the project is scheduled for handover this year. Revenue from apartment sales will be recognized in Quarter II and Quarter III, based on the handover schedule to customers. In Quarter I - 2025, the Company expects to achieve a profit of approximately VND 40 billion.
- The Company is exploring investments in several industrial clusters, including a project in Chau Duc District, with the initial phase expected to cover around 32 hectares.

(3) A shareholder named Trung asked: The profit plan for 2025 seems clear and achievable, but which sources will contribute to profits during 2026–2027?

* Mr. Le Dinh Thang responded: The Company is currently undertaking multiple projects, including acting as the general contractor for the TIG Tower project, which will form the basis for recognizing construction revenue and profit in 2026. In addition, the aluminum billet production plant for export, which is scheduled for construction in 2025, will begin contributing to the Company's profit in 2026. Regarding apartment investments: the Company has multiple land plots in Vung Tau City and plans to commence construction of a 25-story apartment building in Ward 11 or a 15-story apartment building at Marine City in 2026, aiming to soon recognize construction revenue and profits for the 2026–2027 period.

16. Approval of the General Meeting minutes

Mr. Bui Dinh Phong, on behalf of the Secretariat, presented the minutes of the 2025 Annual General Meeting of Shareholders on 25/04/2025 and was unanimously approved by the General Meeting .


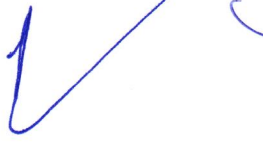
17. Mr. Pham Van Manh, on behalf of the organizing committee, announced the closing of the General Meeting

This record is made in 02 original copies, with the same legal value. The General Meeting ended at 12:30 on the same day.

**2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS
DIC HOLDINGS CONSTRUCTION JOINT STOCK COMPANY**

Secretary of the Meeting

Chairman of the Meeting



Bui Dinh Phong

Nguyen Thi Thu Hang



Le Dinh Thang

Recipients:

- BOD, Company Shareholders.
- SSC/Ho Chi Minh Stock Exchange.
- <https://diccons.vn/>
- File Meeting records.



No.: 01/BC-ĐHCD.2025

Vung Tau, April 25, 2025

REPORT OF THE BOARD OF DIRECTORS
ON BUSINESS PERFORMANCE IN 2024 AND ORIENTATION FOR 2025 AT THE 2025
ANNUAL GENERAL MEETING OF SHAREHOLDERS

**To: The General Meeting of Shareholders of DIC Holdings Construction Joint
Stock Company**

In 2024, Vietnam's economy showed significant signs of recovery, marked by a sharp increase in goods exports, a strong inflow of foreign investment, and the revitalization of public investment capital, all of which contributed to economic growth. The real estate market also showed positive signs of recovery, particularly in the apartment segment, which attracted considerable interest from investors.

In this context, the business activities of DIC Holdings Construction Joint Stock Company also experienced favorable conditions, particularly in real estate. At the Vung Tau Centre Point high-rise apartment project, developed and operated by the Company, by the end of 2024, the Company had transferred approximately 80% of the apartment units, contributing to the outstanding fulfillment of its business objectives.

To assess the results achieved in 2024 and set the direction for 2025, the Board of Directors would like to report to the General Meeting the following main contents:

PART I. REPORT ON THE BOARD OF DIRECTORS' ACTIVITIES IN 2024

1. Regarding personnel structure:

The Company's Board of Directors consists of 6 members, including 3 members directly involved in business management and 2 independent members, specifically:

1	Mr. Le Dinh Thang	Chairman of the Board of Directors	Specialist
2	Mr. Nguyen Van Da	Vice Chairman of the Board of Directors	Participating in management, concurrently Chairman of Vinawindow Company Limited.
3	Mr. Tran Gia Phuc	Member of the Board of Directors	Concurrently General Director of the Company and Chairman of the Board of Directors of DIC Materials Joint Stock Company

4	Mr. Trinh Dinh Cuong	Member of the Board of Directors	Independent Member of the Board of Directors, concurrently Chairman of the Audit Committee
5	Mrs. Tran Thi Thu	Member of the Board of Directors	Non-executive member
6	Ms. Dinh Ngoc Chau Huong	Member of the Board of Directors	Independent Member of the Board of Directors, concurrently member of the Audit Committee

The incumbent members of the Board of Directors all possess qualifications and experience in economic and construction management, therefore, they always operate cautiously with a high sense of responsibility, meeting the management requirements of a listed company.

2. Main activities of the Board of Directors in 2024

- The Company's Board of Directors operates on the principle of collectiveness, ensuring objectivity and concentrating the wisdom of its members. The Board of Directors has fully performed its functions and duties and complied with current legal regulations. All meetings were prepared with specific content and notified to each member in advance according to regulations. All members participating in the meetings contributed their opinions and voted at each meeting.
- The Board of Directors held 19 regular and extraordinary meetings in 2024 to promptly direct and approve business plans, investment plans, sales policies, credit capital mobilization, charter amendments, share issuance dossiers, etc. All resolutions and decisions issued by the Board of Directors were in accordance with the Company's Charter and the State's legal regulations.
- The Board of Directors orients and approves policies, supervises and directs, but also creates high proactiveness for the executive board in carrying out its tasks, contributing significantly to achieving the set goals.
- Directed the implementation of share issuances to pay dividends and public offerings.
- Directed the Executive Board to develop a production and business development strategy in parallel with a strategy for training and developing high-quality human resources to expand production investment when favorable.
- Direct the Executive Board and the information disclosure department to prepare and publish reports for the securities regulatory authority, as well as provide complete and timely information to the public as regulated.
- Direct the Executive Board to closely monitor the progress of investment projects to ensure sufficient capital for each project phase.
- In addition to the Parent Company, the Board of Directors also strengthens the supervision of activities at subsidiaries.

- The Audit Committee's activities in 2024 have been effective in regularly inspecting and supervising the Company's production, business, and investment activities to report timely to the Board of Directors. The Audit Committee regularly inspects and evaluates compliance with regulations, policies, laws, and accounting standards, as well as the implementation of resolutions of the Board of Directors and the GMS within the company, and examines the company's financial statements. Independent Board members have actively performed their assigned tasks well, contributing to the completion of the Board of Directors's overall work.

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

In 2024, the GMS approved the plan to pay remuneration and allowances for the Board of Directors and supporting departments of 2,140,000,000 VND, and the Company actually paid 2,140,000,000 VND, equal to 100% of the plan (detailed figures are shown in the financial statements and presentation No. 10/TT-ĐHCĐ.2025 presented at the general meeting).

4. Summary of Board of Directors meetings and resolutions

No	Resolution/ Decision No.	Date	Content	throughput rate
01	13/NQ.NK5-HDQT.DICcons	12/01/2024	- Extension of the short-term credit limit and collateralization of assets at BIDV – Ba Ria – Vung Tau Branch for loan purposes to serve business and production activities.	100%
02	14/NQ-HDQT.DICcons	02/03/2024	- Approve the time, venue, and record date for the 2024 Annual General Meeting of Shareholders.	100%
03	16/NQ.NK5-HDQT.DICcons	04/04/2024 2024-04-04	- Approve the content and documents for the 2024 Annual General Meeting of Shareholders. - Approve the change in the time of the 2024 Annual General Meeting of Shareholders. - Approval of Ms. Le Thu Trang's Resignation letter of a member of the Board of Directors.	100%
04	16A/NQ-HDQT.NK5	28/04/2024	Approval of the business loan plan at Southeast Asia Commercial Joint Stock Bank (SeABank).	100%
05	17/NQ-HDQT.NK5	09/05/2024	Implementation of the plan to issue additional shares to increase charter capital in 2024, approval of the share issuance report for 2023 dividend payment, and the public offering registration files.	100%
06	18A/NQ-HDQT.NK5	10/06/2024	Approval of the appointment of members of the Audit Committee.	100%
07	18/NQ-HDQT.NK5	11/06/2024	Closing the list of shareholders for 2023 dividend payment.	100%

No	Resolution/ Decision No.	Date	Content	throughput rate
08	19/NQ-HĐQT.NK5	11/06/2024	Approval of credit loan at BIDV Bank - Ba Ria Vung Tau Branch.	100%
09	20/NQ-HĐQT.NK5	27/06/2024	Approval of the amendment and supplement to the public offering registration document.	100%
10	21/NQ-HĐQT.NK5	24/07/2024	Approval of the policy on obtaining a loan from Military Commercial Joint Stock Bank – Vung Tau Branch.	100%
11	22/NQ-HĐQT.NK5	27/09/2024	Transfer of collateral assets currently mortgaged at Vietnam–Russia Joint Venture Bank – Vung Tau Branch to BIDV – Ba Ria Vung Tau Branch to secure the Company's loans at BIDV.	100%
12	23A/NQ-HĐQT.NK5	27/09/2024	Approval of the adjustment to the medium-term loan plan at Military Commercial Joint Stock Bank - Vung Tau Branch.	100%
13	23/NQ-HĐQT.NK5	27/09/2024	Acquiring land use rights for land plots on 2/9 street, Ward 11, Vung Tau City and land in Phu My Town to invest in apartment projects.	100%
14	24/NQ-HĐQT.NK5	04/10/2024	Amendment of the Purpose and Capital Utilization Plan from the Share Offering.	100%
15	25/NQ-HĐQT.NK5	22/10/2024	Mortgaging assets to secure the loan of Vinawindow Company Limited at the Bank for Investment and Development of Vietnam (BIDV) – Ba Ria Vung Tau Branch.	100%
16	26/NQ-HĐQT.NK5	24/10/2024	Approval of the amendment and supplement to the public offering registration document.	100%
17	28/QĐ.HĐQT. DICcons	10/12/2024	Issuing the charter of DIC Holdings Construction Joint Stock Company (16th Amendment and Supplement).	100%
18	29/NQ-HĐQT.NK5	23/12/2024	Advance payment of 2024 dividends in cash.	100%
19	30/NQ-HĐQT.NK5	27/12/2024	Changing the Company Logo.	83,3%

5. Report on transactions of Insiders, persons related to insiders; between the Company and subsidiaries, related companies.

- In 2024, the Board of Directors approved transactions and signed construction contracts for some project items with Vinawindow Company Limited (a subsidiary wholly owned by the Company), and transactions with DIC Materials Joint Stock Company (a subsidiary in which the Company holds 96% of the charter capital).
- The Company signed contracts for the sale and purchase of future apartments and changed the form of investment cooperation for apartment project A2-1 with the Development Investment Construction Joint Stock Company, a major shareholder holding

nearly 30% of the Company's charter capital, according to Resolution No. 01/NQ-DHCD.2024 of the General Meeting of Shareholders dated April 26, 2024 and Resolution No. 10/NQ.NK5-HĐQT.DICcons dated December 28, 2023 on approving the signing of contracts for the sale and purchase of apartments in apartment project A2-1.

(Details of the transactions are presented in the Company's 2024 Corporate Governance Report)

6. Evaluation of the Board of Directors' performance of responsibilities

In 2024, the Board of Directors promptly organized meetings to issue resolutions and decisions, and directed the Executive Board to carry out the organization of production, business, and investment, as well as supervise the work to ensure implementation in accordance with the spirit of the resolutions assigned by the GMS. In addition, the Board directed the work of taking care of and stabilizing the lives and incomes of employees, as well as preserving and developing capital for the enterprise.

The Board of Directors always operates in compliance with the law and the Company's charter. Meeting minutes and resolutions, when issued, have a high degree of agreement among members. Each member actively participates in contributing ideas to corporate governance and performs their assigned duties and responsibilities properly.

7. Results of implementing the resolutions of the 2024 Annual General Meeting of Shareholders:

7.1. Regarding production and business results

STT No.	Indicator	2024 Plan		2024 Performance Results (VND billion)					
		Consolidated	Parent Company	Consolidated			Parent Company		
				2024 Performance	Performance compared to the 2024 plan	Performance compared to 2023	2024 Performance	Performance compared to the 2024 plan	Compared to 2023
1	Total Output	886	830	979	110%	129.4%	950	114.4%	127.2%
2	Total Revenue	832	800	1.106	132.9%	190.1%	1,103	137.9%	192.3%
3	Profit after tax	110	113	120,4	109.4%	112.4%	135.4	119.8%	110.2%

* In 2024, due to the profit exceeding the planned target, the Board of Directors proposes to the GMS to approve a dividend payment rate of 15% for shareholders (including 5% in cash and 10% in shares), an increase of 50% compared to the plan.

7.2 Monitoring Results for the Company's Executive Board and Member Units

Pursuant to the Company's Charter and current regulations, the Board of Directors has performed its supervisory function over the Company's management and administration regularly and continuously through tools such as observation and inspection of the Executive Board's performance of production and business tasks, with the following results:

+ The Executive Board regularly and promptly reports to the Board of Directors on production and business activities, investment, financial status, debt collection, and project implementation progress, thereby helping the Board of Directors grasp a comprehensive overview of the Company's operations.

+ The Executive Board has performed its functions and duties as prescribed in the Company's Charter, Management Regulations, and the Resolutions and Decisions issued by the Board of Directors.

+ The Board of Directors assesses that in 2024, the Company's Executive Board has made great efforts in directing and managing, leading the Company to overcome all difficulties to exceed the production and business plan targets assigned by the General Meeting of Shareholders, "However, there are still some limitations that have not been completely addressed, such as the Executive Board not applying strong measures to recover outstanding capital in some projects belonging to the Five Star Group system, the Hai Minh Hotel and Tourist Apartment project of Tan Thanh Company, and some other projects. There is no solution to handle the real estate inventory to recover capital at the Long Toan Ward Residential Area project and the Hai Minh Tourist Area to recover investment capital, leading to the use of loans to supplement production and business activities, increasing financial costs, therefore, the Executive Board needs to focus on addressing the above-mentioned shortcomings in 2025."

+ For member companies: The operation of Vinawindow Company Limited has shown many positive signs, in which Vinawindow has restructured its management apparatus and human resources towards streamlining efficiency and strengthening production cost management as well as improving product quality, therefore, during the year, the unit has operated stably and profitably. However, for DIC Materials Joint Stock Company, in 2024, business operations were still ineffective due to the incomplete procedures for applying for a cote reduction to resume stone exploitation, affecting the consolidated business results of the entire DIC Holdings complex, therefore, the unit's leaders need to be decisive and actively complete legal procedures to achieve profitable business from 2025.

PART II

DIRECTION AND TASKS OF THE BOARD OF DIRECTORS IN 2025

The Board of Directors has directed the Executive Board to develop the 2025 Production and Business Plan to submit to the GMS with the following main targets:

No.	Indicator	Plan 2025 (billion VND)			
		Consolidated		Parent company	
		Plan (billion VND)	Percentage compared to 2024 performance (%)	Plan (billion VND)	Percentage compared to 2024 performance (%)
1	Total Output	1,950	199.2%	1,900	200%
2	Total Revenue	1,820	164.5%	1,800	163.2%
3	Profit after tax	172	142.8%	178	131.5%
4	Dividend/Charter capital	10%-15%			

• **Some key tasks**

- + Direct the Executive Board to implement the issuance of shares to pay dividends and issue ESOP shares to employees to increase the charter capital to 1,000 billion VND.
- Direction for organizing the event celebrating the 30th anniversary of the Company's establishment and receiving the Second-Class Labor Medal..
- + Approve the policy and direct the Executive Board to establish a subsidiary company to implement the apartment project in Ward 11, in addition to approving the policy of contributing capital to some other potential production companies such as exporting aluminum billets, producing.
- + Continue to complete and improve corporate governance in accordance with the standards and practices of listed companies.
- + Direct the Executive Board to develop a financial plan to meet the operational needs of the enterprise.
- + Direct the Executive Board to continue researching and enhancing the Company's construction and installation capacity by investing in modern construction equipment and strongly developing high-quality human resources.
- + Direct the Executive Board to be decisive in production management, closely monitor the debt collection process at construction sites, contributing to limiting the use of bank loans to increase operational efficiency, and strictly control operating costs throughout the Company, especially at construction sites and subsidiaries.
- + Direct the Executive Board to complete and issue internal management regulations to strengthen management and supervision, and improve the company's operational efficiency.
- Maximize the role of the Audit Committee in managing and controlling costs throughout the company and its member units.
- + Direct the development of a mechanism to attract high-quality personnel and train successor human resources to meet the company's development needs; build a dynamic, friendly, and professional working environment.

Dear Delegates! Above is the Board of Directors' activity report for 2024 and the direction and tasks for 2025. Please review, discuss, and adopt the resolution.

On behalf of the Board of Directors, I would like to sincerely thank the leaders of DIC Group, shareholders, partners, credit institutions, and all employees of the Company for helping us complete our tasks in 2024. I wish you all good health, happiness, and success.

Sincerely thank you!

On behalf of the BoDs of DIC Holdings Construction JSC
Chairman



Recipients:

- As above
- Meeting Minutes

Le Dinh Thang

**WORKING REGULATIONS
AT THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS**

To: General Meeting of Shareholders of DIC Holdings Construction Joint Stock Company

- Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam, XIV Legislature, 9th Session, on June 17, 2020;
- Pursuant to the Law on Securities No. 54/2019/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019;
- Pursuant to the Charter of DIC Holdings Construction Joint Stock Company.

The Board of Directors (BOD) respectfully submits to the General Meeting for approval the Working Regulations at the 2025 Annual General Meeting of Shareholders as follows:

I. SCOPE OF APPLICATION

These Working Regulations at the General Meeting of Shareholders apply to the organization of the 2025 Annual General Meeting of Shareholders (hereinafter referred to as the General Meeting) of DIC Holdings Construction Joint Stock Company.

II. RESPONSIBILITIES OF SHAREHOLDERS ATTENDING THE GENERAL MEETING

1. Conditions for attending the General Meeting

- All shareholders owning shares of DIC Holdings Construction Joint Stock Company (or their legally authorized representatives) as determined at the time of closing the shareholder list on March 24, 2025 by the Vietnam Securities Depository.

2. Responsibilities of shareholders eligible to attend the General Meeting

- Shareholders or authorized representatives (hereinafter referred to as shareholders) attending the General Meeting must bring the following documents:
 - + Meeting invitation (if any).
 - + Citizen Identity Card/ID card or Passport.
 - + Power of Attorney (in case of authorized attendance at the General Meeting).
- In case of authorization to attend the General Meeting:
 - + If the shareholder is an individual, the Power of Attorney must be signed by that shareholder. If the shareholder is a legal entity/organization, the Power of Attorney must be stamped and signed by the legal representative of that legal entity/organization.

- + *The authorized representative attending the General Meeting of Shareholders must submit the Power of Attorney upon registration before entering the meeting room.*
- + *A shareholder being an organization has the right to appoint one or several authorized representatives to exercise its shareholder rights as prescribed by law.*
- *After providing the above documents to the Shareholder Eligibility Verification Board, shareholders attending the General Meeting will receive 01 Voting Card; 01 Ballot and other documents of the General Meeting.*

III. CONDITIONS FOR CONDUCTING THE GENERAL MEETING

The General Meeting of Shareholders shall be held when the number of shareholders attending the meeting represents more than 50% of the total number of voting shares according to the shareholder list based on the register of shareholders closed on March 24, 2025.

IV. ORDER OF THE GENERAL MEETING

- *Shareholders or representatives must sit in the correct position or area designated by the Organizing Committee when entering the meeting room.*
- *No smoking in the General Meeting Room.*
- *No private conversations, no use of mobile phones during the General Meeting. All mobile phones must be turned off or silenced.*
- *Recording or filming of the General Meeting must be publicly announced and approved by the chairperson of the General Meeting.*

V. VOTING TO APPROVE MATTERS AT THE GENERAL MEETING OF SHAREHOLDERS

1. Principles

All matters in the General Meeting of Shareholders (GMS) Agenda must be approved through shareholder voting.

2. Voting Methods

Shareholders or their authorized representatives shall vote on each matter in the General Meeting agenda by raising voting cards or completing ballot papers.

2.1 *Voting by raising cards for: Meeting Agenda, Meeting Rules, Ballot Counting Board, Minutes, Resolutions of the General Meeting, and other matters requiring immediate approval at the meeting.*

2.2 *Voting by secret ballot: Includes 1 ballot.*

Approval of presentations and reports at the General Meeting (Vote by checking one of three options: Agree; Disagree; Abstain).

** The Ballot Counting Board records the voting results of the Shareholders.*

3. Passing Resolutions of the General Meeting of Shareholders

3.1 *Resolutions on the following matters are passed if approved by shareholders representing at least 65% of the total votes of all shareholders attending the meeting:*

- *Plan for issuing shares to pay dividends for the year 2024.*
- *Plan for issuing shares under the Employee Stock Ownership Plan (ESOP).*

- *Change company name and Charter Adjustment*
- 3.2 *Other matters are approved by the General Meeting if they receive approval from shareholders representing more than 50% of the total votes of all shareholders attending the meeting.*
- 3.3 *Resolutions of the General Meeting of Shareholders passed by one hundred percent (100%) of the total voting shares are legal and effective even if the procedures for passing such resolutions are not carried out in accordance with regulations.*

VI. DISCUSSION AT THE GENERAL MEETING

- *Discussions are conducted under the direction of the Chairperson of the General Meeting within the prescribed time and within the scope of the matters presented in the General Meeting Agenda.*
- *Shareholders/shareholder representatives should speak concisely and focus on the key issues to be discussed, in accordance with the approved agenda of the General Meeting. The Chairperson will arrange for shareholders to speak in the order of registration and will answer shareholders' questions.*
- *The Chairperson of the General Meeting has the right to remind or request shareholders to focus on the key content of their statements to save time and ensure the quality of the discussion.*

VII. CHAIRPERSON AND SECRETARY OF THE GENERAL MEETING

- *Pursuant to Clause 2, Article 18 of the Company's Charter, the Chairman of the Board of Directors shall chair the General Meeting of Shareholders. The Chairperson has the right to select a secretary and a presidium to organize the General Meeting.*
- *Directs the General Meeting according to the agenda and regulations approved by the General Meeting.*
- *Guides the General Meeting in discussing and voting on matters on the General Meeting agenda and related matters throughout the meeting.*
- *Resolves issues arising during the General Meeting.*
- *The Secretary is responsible for: Fully recording the opinions, presentations of the General Meeting and summarizing the Chairperson's concluding reports.*
- *Preparing the Minutes of the General Meeting.*
- *Drafting and passing Resolutions at the General Meeting.*

VIII. BALLOT COUNTING BOARD

- *The Ballot Counting Board is approved by the General Meeting by a vote of raised cards.*
- *Ballot Committee Responsibilities: Verify ballots, prepare ballot reports, and announce the ballot results to the General Meeting.*

IX. IMPLEMENTATION CLAUSES

- *The above is the entire working regulation of the 2025 Annual General Meeting of Shareholders of DIC Holdings Construction Joint Stock Company.*

- *This regulation takes effect immediately after being approved by the General Meeting of Shareholders.*

ON BEHALF OF THE GMS
Chairman of the General Meeting ✓



Le Dinh Thang

DIC HOLDINGS CONSTRUCTION
JOINT STOCK COMPANY
No.: 02/BC-ĐHCĐ.2025

SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness
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Vung Tau, April 25, 2025

REPORT

SUMMARY OF PRODUCTION AND BUSINESS ACTIVITIES IN 2024 AND PRODUCTION AND BUSINESS PLAN FOR 2025

To: The General Meeting of Shareholders.

DIC Holdings Construction Joint Stock Company, established in 1994, is a member unit of DIC Group, operating in various fields nationwide, with core activities being construction and residential real estate investment.

PART I. SUMMARY OF PRODUCTION AND BUSINESS ACTIVITIES IN 2024

In 2024, the domestic economy recovered positively with an estimated GDP growth rate of 7.09%, in which the industrial and construction sectors had a strong growth rate of 8.24% compared to the previous year, and the housing real estate market in major cities continued to improve with high demand.

On the company's side, the Executive Board has implemented many effective and decisive solutions for organizing production and business operations. These include closely directing efforts to focus on cost reduction, ensuring adequate capital and resources for key projects, addressing obstacles in ongoing projects, and promoting sales activities.

With great efforts and determination, the Company has achieved outstanding business results, far exceeding the set plan, as demonstrated through the following activities:

I. ASSESSMENT OF PRODUCTION AND BUSINESS ACTIVITIES IN 2024

1. Production and business activities at the parent company

1.1. Construction work:

In 2024, the Company implemented the construction of 5 projects with an output value of 950 billion VND, an increase of 27% compared to 2023. Some typical projects include:

- The A2-1 Apartment Building project has been accelerated with an estimated value implemented in the year of about 678 billion VND, and the finishing items are being implemented by the company to be completed before April 30, 2025.

- The construction package for the reinforced concrete structure of the basement and body of the Double Tree by Hilton Vung Tau 5-star Hotel and Service Complex was completed in mid-2024 with a value implemented in the year of about 114.5 billion VND.
- The company constructed the rough and finished facades of houses in the Go Cat Residential Area project - Ba Ria City with a value implemented in the year of about 10 billion VND.
- The Ao Ca Park project in Ward 2 - Vung Tau City was accelerated by the company immediately after the construction site was available. By the end of 2024, many items had been basically completed with an implemented value of about 20 billion VND, and the remaining work will be completed by the company in 2025.

However, in 2024, the Company also encountered certain difficulties that affected the construction organization, such as the ineffective bidding process to find new jobs and the slow recovery of outstanding capital.

1.2. Investment and business activities:

- The A2-1 Apartment Project (Vung Tau Centre Point) developed and traded by the Company has seen many positive changes, in which apartment products purchased by the Company from DIC Group were transferred to customers at approximately 80%, contributing greatly to production and business efficiency. The Company successfully organized a customer appreciation ceremony in which a Mercedes C200 was awarded to a lucky customer and sales bonuses of up to tens of billions of VND were awarded to the sales unit.
- The Company has invested in the acquisition of 2 prime locations on 2/9 Street, Ward 11, Vung Tau City to prepare for investment in high-rise apartment projects according to the city's subdivision planning.

In which, a land area of 7,804.6 m² is being focused on by the company to implement preparatory steps for investing in the construction of a 25-story high-rise apartment building with 2 basement levels.

Some tasks that have been completed: The company has been issued a certificate of land use rights. The land use plan has been registered, along with the housing development plan. A project design outline has been prepared, and preliminary design plans have been developed

- Other projects, such as the Hotel and Tourist Apartment on Ha Long Street and the Housing Project in Long Son Commune, Vung Tau City, are having their investment progress extended by the company, with only legal procedures being carried out in preparation for implementation in later years when the market is favorable.

2. Production and business activities at subsidiaries.

2.1. DIC Materials Joint Stock Company:

- In 2024, DIC Materials' production and business activities continued to face many difficulties due to the continued suspension of operations at the Chau Pha Lot 1 quarry pending a permit for quarrying down to Cote +30m. In addition, the My Xuan clay mine also suspended operations pending a decision from the Provincial People's Committee. Therefore, during the year, DIC Materials mainly engaged in small-scale trading and selling inventory, resulting in business losses, affecting the consolidated financial statement profits of the entire company.

- Production and business results:
 - + Total output value: 2.5 billion VND
 - + Total revenue: 4.7 billion VND

2.2. Vinawindow Company Limited:

- In 2024, Vinawindow Company Limited's production and business activities showed significant improvement. The unit was assigned by the parent company to construct many aluminum and glass door items and glass railings at the A2-1 Apartment Building, ensuring a year-round workload. Additionally, the unit restructured its personnel apparatus towards streamlining, strengthening input cost management, and focusing on product quality. As a result, it achieved work efficiency with the following business results:
 - + Total output: 27.9 billion VND, equal to 133% of the plan.
 - + Total revenue: 25.85 billion VND, equal to 137% of the plan.
 - + Profit before tax: 2.1 billion VND, equal to 210% of the plan.

With the great efforts and dedication of the Board of Directors, the Executive Board, and employees, in 2024, the company successfully completed the set plan targets, specifically as follows:

II. RESULTS:

No	Indicator	2024 Plan		Performance Results in 2024 (billion VND)					
		Consolidated	Parent Company	Consolidated			Parent Company		
				2024 Performance	Performance compared to the 2024 plan	Performance compared to 2023	2024 Performance	Performance compared to the 2024 plan	Performance compared to 2023
1	Total Output	886	830	979	110%	129.4%	950	114.4%	127.2%
2	Total Revenue	832	800	1,106	132.9%	190.1%	1,103	137.9%	192.3%
3	Profit after tax	110	113	120.4	109.4%	112.4%	135.4	119.8%	110.2%
4	Dividend distribution	10%		15% estimated	150% estimated	150% estimated			

Along with production and business tasks, the company also actively participated in charity and social security work, demonstrating its responsibility to the community. In 2024, the company supported 3 social housing units. In addition, the company supported people in northern Vietnam to overcome the aftermath of Typhoon Yagi, provided living expenses for disadvantaged students, and supported the poor... with a total amount of nearly 1 billion VND.

In 2024, the company was honored to be awarded the Second-Class Labor Order by the President, recognizing DIC Holdings Construction Joint Stock Company for its outstanding achievements in production and business, taking care of employees' lives, and community responsibility, contributing to the cause of socialist construction and national defense.

With the encouraging results achieved in the past year, contributing to enhancing the company's image and position in the market, while creating momentum for the Company to develop more strongly in the following years.

* * *

PART II. BUSINESS PRODUCTION PLAN FOR 2025

Based on the successes achieved in 2024, the Board of Directors and the Executive Board developed the 2025 Business Production Plan to submit to the General Meeting of Shareholders (GMS) with high planned targets, specifically:

No.	Indicator	2025 Plan (billion VND)			
		Consolidated		Parent Company	
		Plan (VND billion)	Percentage compared to 2024 performance (%)	Plan (VND billion)	Percentage compared to 2024 performance (%)
1	Total Output	1.950	199.2%	1,900	200%
2	Total Revenue	1.820	164.5%	1,800	163.2%
3	Profit after tax	172	142.8%	178	131.5%
4	Dividend/Charter Capital (estimated)	10%-15%			

In 2025, Company estimated the will continue to increase its charter capital from 866 billion VND to 1,000 billion VND through the issuance of shares to pay the remaining 10% dividend of 2024 and the issuance of ESOP shares to employees on the occasion of the company's 30th anniversary.

To effectively implement the 2025 production and business tasks, the Company's Executive Board proposes specific solutions for each task as follows:

1. Production and business activities at the parent company:

1.1. Regarding construction and installation work:

- *The Company continues to expand its search for new sources of work for 2025, including establishing an additional branch in Hanoi to implement projects in the northern region, specifically:
 - + *General contractor for the construction of the 29-story TIG Tower office and hotel apartment building at 108 Nguyen Trai, Hanoi, with a total contract value of over 1,100 billion VND.*
 - + *Construction of 2 11-story social housing buildings in Nam Vinh Yen Urban Area, Vinh Phuc province.**
- *Continue to strengthen bidding to find new projects, including: winning the bid and starting the construction of Thuy Van pedestrian tunnel in mid-January 2025 with a value of 27 billion VND. This is the first pedestrian tunnel among 5 tunnels invested and constructed along Thuy Van Street - Vung Tau City. Although the value of the contract is not large, the construction techniques are complex. This contract contributes to increasing the company's capacity in urban road tunnel construction.*
- *For the EPC general contract of the A2-1 apartment building (Vung Tau Centre Point), the Company strives to complete it on April 30, 2025, on the occasion of the 50th anniversary of the liberation of the South and the reunification of the country.*
- *Focus on completing the remaining items of the Ao Ca Park contract in Ward 2, Vung Tau City, to hand over to the investor.*
- *Ba Ria - Vung Tau province in recent years has been focusing a large amount of public investment capital to implement many key projects on urban infrastructure, transport connectivity, social housing, etc. Therefore, the Company orients to continue participating in bidding and winning bids for projects and projects with budget capital to ensure jobs as well as contribute to the development of the locality.*
- *Focus on management and administration at the projects, continue to improve internal regulations, procedures, and processes, strengthen supervision of subcontractors and suppliers to ensure that projects are completed with quality and meet the construction schedule.*
- *Implement thorough capital recovery for projects eligible for payment or settlement.*

1.2. Regarding real estate investment and business:

- Continue to promote marketing and sales activities at the Vung Tau Centre Point project, where the company is the developer and business of the project's products, striving to complete the transfer of 95%-100% of apartments to customers by June 2025.
- Establish a 100% owned subsidiary of DICcons to carry out procedures for applying for investment policies, complete legal procedures, and design a 25-story high-class apartment project on 2/9 Street, Ward 11, Vung Tau City, to be able to start the project by the end of 2025 or at the latest by the beginning of 2026.
- Leverage the infrastructure advantage of the road connecting Vung Tau with the Bien Hoa - Vung Tau expressway. Additionally, continue to sell the remaining land plots at the Long Toan Ward housing project in Ba Ria City, where this vital road passes through.
- Collaborating in the capital contribution for the Export Aluminum Ingot Production Plant project and investing in the establishment of a raw water supply company in Thanh Hoa province. These are potential projects that will contribute to generating stable revenue and profits for the company in the coming years.
- Research and develop into the field of industrial park infrastructure investment and business to create a stable and long-term revenue source for the Company.
- Search for companies with potential real estate projects to implement M&A to increase the clean land fund.

2. Production and business activities at subsidiaries:

2.1. Production and business activities at DIC Materials JSC:

DIC Materials strives to complete the procedures for applying for a permit to lower the mining cote at Chau Pha by the end of Quarter 2 of 2025 to resume production. The Company continues to maintain and develop trading activities, investing in and operating 10 pickleball sports courts.

DIC Materials' 2025 production and business plan is as follows:

+ Total output value: 26.8 billion VND

+ Revenue: 25.5 billion VND

2.2. Production and business activities at Vinawindow:

In 2025, Vinawindow Company Limited continues to be consolidated and enhanced in professional operational capacity.

The company is focused on completing the tender packages assigned by the parent company for the Vung Tau Centre Point project, while also launching new projects in Bien Hoa and renovating the DIC office building. Additionally, the company continues to seek new work opportunities for 2025 and the following years with a strategic plan:

Vinawindow's production and business plan is as follows:

- ### 3. Management and administration:

- ### PART III. CONCLUSION

On behalf of the Executive Board of DIC Holdings Construction Joint Stock Company, I would like to sincerely thank the local authorities, strategic partners, customers, and especially shareholders who have trusted and accompanied the Company throughout the years.

DIC HOLDINGS CONSTRUCTION JSC

General Director



Tran Gia Phuc

PROPOSAL

Regarding: Approval of the 2024 Audited Financial Statements

To: The General Meeting of Shareholders of DIC Holdings Construction JSC

- Pursuant to the Charter of Organization and Operation of DIC Holdings Construction Joint Stock Company.
- Pursuant to the audit results, I would like to report to the General Meeting of Shareholders for approval of the 2024 Audited Financial Statements as follows:

1. Opinion of ECOVIS Afa Vietnam Auditing - Appraisal And Consulting Company Limited (the auditor of the 2024 financial statements):

“In our opinion, the financial statements fairly and reasonably present, in all material respects, the financial position of Dic Holdings Construction Joint Stock Company as of December 31, 2024, as well as the results of its operations and cash flows for the fiscal year ending on that date, in accordance with accounting standards, the Vietnamese corporate accounting system, and relevant legal regulations governing the preparation and presentation of financial statements.”

2. Financial Statements:

BALANCE SHEET

Unit: Million VND

INDICATORS	Parent Company Report	Consolidated Report
TOTAL ASSETS	2.446.651	2.420.048
I. Current Assets	2.005.893	2.028.413
1. Cash and cash equivalents	125.479	127.476
2. Short-term financial investments	4.410	4.410
3. Short-term receivables	1.539.805	1.539.648
4. Inventories	329.748	349.647
5. Other current assets	6.451	7.232
II. Non-current assets	440.758	391.635
1. Long-term receivables		4.322

2. Fixed assets	15.755	24.578
3. Long-term construction in progress	166.862	167.920
4. Long-term financial investments	101.419	
5. Other non-current assets	156.722	194.815
SOURCES OF CAPITAL	2.446.651	2.420.048
<i>I - Liabilities</i>	1.617.822	1.613.749
1. Short-term liabilities	1.227.229	1.219.834
2. Long-term liabilities	390.593	393.915
<i>II. Owner's Equity</i>	828.829	806.299
1. Owner's contributed capital	577.493	577.493
2. Share premium	31.101	31.101
3. Development investment fund	20.709	20.967
4. Undistributed profits	199.526	175.452
5. Non-controlling interests		1.286

INCOME STATEMENT

Unit: Million VND

<i>INDICATORS</i>	<i>Parent Company Report</i>	<i>Consolidated Report</i>
1. Total Revenue	1.103.116	1.105.956
- Net revenue from sales and service provision	1.091.594	1.094.424
- Financial activities revenue	3.440	3.450
- Other income	8.082	8.082
2. Total expenses	937.518	955.851
3. Total profit before tax	165.598	150.105
4. Profit after corporate income tax	135.444	120.670

Respectfully submitted.



CHIEF FINANCIAL OFFICER

Nguyen Tuyet Hoa

DIC HOLDINGS Construction Joint Stock
Company
No.: 04/TT-ĐHCĐ.2025

THE SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness
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Vung Tau, April 25, 2025

REPORT
OF THE INDEPENDENT MEMBER OF THE BOARD OF DIRECTORS
THE AUDIT COMMITTEE IN 2024

To: General Meeting of Shareholders of DIC Holdings Construction JSC

- Pursuant to the Enterprise Law No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam, XIV Legislature, 9th Session, on June 17, 2020;
- Pursuant to the Charter of DIC Holdings Construction Joint Stock Company.
- Pursuant to the Audit Committee's operating regulations.

In 2024, the Company's Audit Committee consisted of the following members:

No.	BOD Member	Position	Note
1	Mr. Trinh Dinh Cuong	Chairman of the Committee	Appointed from May 22, 2021
2	Mrs. Le Thu Trang	Member	Dismissed from April 26, 2024
3	Mrs. Dinh Ngoc Chau Huong	Member	Appointed from June 10, 2024

Term (2023-2028) The Company has 2 independent BOD members, Mr. Trinh Dinh Cuong and Ms. Dinh Ngoc Chau Huong, both currently in the Audit Committee.

As Chairman of the Audit Committee, on behalf of the independent members of the Board of Directors, I would like to report to the General Meeting of Shareholders on the activities of the independent members of the Board of Directors in the Audit Committee in 2024 as follows:

1. Audit Committee Meetings:

No.	BOD Member	Number of meetings attended	Attendance rate	Voting rate	Reason for not attending the meeting
1	Mr. Trinh Dinh Cuong	2/2	100%	100%	
2	Mrs. Le Thu Trang	1/2	50%	50%	Resigned from April 26, 2024
3	Mrs. Dinh Ngoc Chau Huong	1/2	50%	50%	Appointed from June 10, 2024

During the year, the Audit Committee held 02 regular meetings. At the meeting, the Audit Committee agreed to submit to the Board of Directors for approval the internal audit plan, action program, work plan and other related activities.

2. Remuneration, operating expenses and other benefits of the Audit Committee and each member of the Audit Committee as prescribed by the Enterprise Law

The members of the Audit Committee are independent members of the Board of Directors, therefore, they are entitled to the remuneration of BOD members in 2024 of 100,000,000 VND/person.

3. Results of monitoring the financial statements, operating status, and financial situation of the Company;

The Audit Committee has reviewed the Company's 2024 consolidated financial statements/summary report audited by Ecovis Afa Vietnam Auditing - Appraisal And Consulting Company Limited, which is an auditing company approved by the State Securities Commission as an independent auditing organization allowed to audit public companies listed on the stock exchange and is on the list approved by the General Meeting to audit the 2024 financial statements. The review results show that: The 2024 consolidated/summary financial statements of DIC Holdings Construction Joint Stock Company have been prepared and published, reflecting truthfully and fairly in all material respects the financial position as of 2024-12-31 as well as the operating results and cash flow situation of the fiscal year ending on the same date, in accordance with Accounting Standards and legal regulations.

+ In 2024, the Company had no changes in accounting policies, accounting standards, and tax policies that had a significant impact on the financial situation and the published financial statements.

+ In 2024, accounting, bookkeeping, document storage and accounting book preparation were fully implemented and ensured in accordance with regulations.

- Regarding the Company's operating situation, the Audit Committee has conducted:

+ Monitoring and evaluating the implementation of the business plan compared to the assigned plan of the Company and its subsidiaries.

+ Inspecting compliance with legal regulations and the Company's Charter, the implementation of the General Meeting of Shareholders' Resolutions and the Board of Directors' Resolutions.

+ Supervising the implementation of investment projects and construction works. The Audit Committee assesses that the Company's operations in 2024 were stable and effective in production and business, ensuring capital security.

4. Report on transactions of Internals, persons related to Internals; between the Company and subsidiaries, related companies.

- The Company has complied with regulations related to the approval authority, monitoring, and explanation of transactions between the Company's Internals, persons related to Internals, with the Company, subsidiaries, and companies controlled by the Company. These transactions were disclosed in accordance with regulations.

- In 2024, the Company announced transactions and signed construction contracts for several project items with Vinawindow Company Limited (a subsidiary wholly owned by the Company), and transactions with DIC Materials Joint Stock Company (a subsidiary in which the Company holds 96% of the charter capital).

- Announced the signing of contracts for the sale and purchase of future apartments and changed the form of investment cooperation for apartment project A2-1 with the Development Investment Construction Joint Stock Company, a major shareholder holding nearly 30% of the Company's charter capital, according to Resolution of the General Meeting of Shareholders 01/NQ-ĐHCD.2024 dated April 26, 2024 and Resolution 10/NQ.NK5-HĐQT.DICcons dated December 28, 2023 on approving the signing of apartment sale and purchase contracts belonging to apartment project A2-1.

(Details of the transactions are presented in the Company's 2024 Corporate Governance Report)

5. Report on the income of the Board of Directors – Executive Board in 2024 as follows:

In 2024, the general meeting approved the plan to pay salaries and allowances for the Board of Directors and supporting departments: 2,140,000,000 VND, implemented 2,140,000,000 VND, equal to 100% of the plan.

No ..	Title	Numb er of peopl e	2024 Plan (VND)	2024 Implementation (VND)	Implement ation/Plan Ratio (%)
			Total remuneration 01 year	Total remuneration 01 year	
1	Chairman of the Board of Directors	1	1.300.000.000	1.300.000.000	

No ..	Title	Number of people	2024 Plan (VND)	2024 Implementation (VND)	Implementation/Plan Ratio (%)
			Total remuneration 01 year	Total remuneration 01 year	
2	Vice Chairman of the Board of Directors (participating in management)	1	390.000.000	390.000.000	
3	Member of the Board of Directors	4	400.000.000	400.000.000	
4	Secretary of the Board of Directors	1	50.000.000	50.000.000	
Total			2.140.000.000	2.140.000.000	100%

Report on bonuses for the Board of Directors (From the reward fund):

- Chairman of the Board of Directors: 100,000,000 VND
- Vice Chairman of the Board of Directors: 58,888,889 VND

Report on salaries, bonuses, and benefits of the Board of General Directors in 2024 as follows:

General Director: 708,554,073 VND
Deputy General Director (Chief Financial Officer): 507,839,231 VND
Deputy General Director (Chief Technical Officer): 499,904,423 VND
Chief Accountant: 459,331,538 VND

6. Assessment of the Company's internal control and risk management system

- In 2024, the Board of Directors and the Executive Board of the Company regularly followed the developments of the economy, as well as changes in business areas such as Construction and Real Estate to grasp the situation and promptly propose solutions and business plans to maintain stable operations and minimize risks that may arise from the business environment as well as other potential risks. During the year, the company's financial situation was stable, ensuring sufficient capital for production and business;
- The Company has reviewed a number of internal management regulations based on changes in macro policies, organizational structure, operating model, and medium and long-term development orientation to develop and gradually improve regulations to suit the company's situation in order to promote effectiveness in management and administration and create professionalism in organizational operations.

7. Monitoring the Company's management and administration activities

In the process of performing assigned tasks, the Audit Committee always received the support of the Board of Directors and the Executive Board of the Company, creating

favorable conditions for the Audit Committee to complete its work. Throughout the working process, there were no pressures or obstacles affecting the assigned tasks.

In 2024, the Supervisory Board did not receive any complaints from shareholders or employees of the Company regarding violations by the Board of Directors, the Executive Board, and the Company's management staff.

7.1 Supervisory results for the Board of Directors:

- + The Audit Committee regularly advises the Board of Directors to issue policies and regulations on governing the Company's business activities.*
- + Regularly monitors and inspects the operating status of the Company and its member companies to report and propose opinions to the Board of Directors.*
- + The Audit Committee assesses that the work of the Board of Directors carried out in 2024 has been focused in accordance with the Resolution of the General Meeting of Shareholders and complies with the Company's Charter and Corporate Governance Regulations.*
- + The Board of Directors has complied with the provisions of the Enterprise Law, the Securities Law, the Company's Charter, and other legal regulations, properly performing the function of directing the Company's development through planning, controlling, and adjusting strategic decisions, thereby directing the General Director's Board to have appropriate business solutions for the Company.*

7.3 Supervisory results for the Executive Board and management staff

- + During the year, the Executive Board has seriously implemented the Resolutions of the General Meeting of Shareholders, the Resolutions of the Board of Directors, and performed its functions and duties well in accordance with the provisions of law and the Company's Charter.*
- + The Audit Committee has not detected any unusual signs in the Company's business administration activities. The Executive Board has made many efforts in maintaining stable business operations, financial security, and complying with the provisions of law, the Company's Charter, and the resolutions/decisions of the Board of Directors.*
- + The Audit Committee assesses that in 2024, the Executive Board and the departments of the Company have complied well with the regulations and ensured the stable development of the enterprise, with both revenue and profit showing strong growth compared to the previous year.*

8. Evaluation results of the coordination between the Supervisory Board and the Board of Directors, the Executive Board, and shareholders.

The Supervisory Board has received close cooperation and has been facilitated to perform its duties from the Board of Directors, the Executive Board, and the Company's management staff. The Supervisory Board is provided with complete reports and

documents related to the management situation, business plans, investment, and the Company's financial situation, thereby facilitating the inspection, evaluation, and successful performance of assigned tasks.

9. Some recommendations of the Independent Member of the Board of Directors

- Regarding investment activities: It is recommended that the Board of Directors and the Executive Board only focus on potential projects with clear legality, and at the same time find solutions to handle inventory at projects to recover capital.*
- Regarding construction and installation activities: Strengthen the work of payment and debt collection at projects to reduce bank loans, thereby reducing financial costs. Select projects with financially sound investors to participate in construction bidding, do not bid on projects with capital recovery risks or incomplete legal status.*

The above is the report of the Independent Member of the Board of Directors in 2024, respectfully submitted to the General Meeting of Shareholders for consideration and approval.

Wishing the Congress a great success.

Sincere thanks!

*INDEPENDENT MEMBER OF THE BODS,
CHAIRMAN OF THE AUDIT COMMITTEE*



Trinh Dinh Cuong

PROPOSAL

(Regarding: Profit Distribution for the year 2024)

To: General Meeting of Shareholders, DIC Holdings Construction JSC

- Pursuant to the Law on Enterprises No. 59/2020/QH14 passed on June 17, 2020;
- Pursuant to the Charter of DIC Holdings Construction Joint Stock Company;
- Based on the audited after-tax profit in the Consolidated Financial Statements of 2024.

The Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval the profit distribution plan for 2024 as follows:

	Unit: VND
1 - Total profit:	175,452,366,887
In which: - Profit in 2024:	120,670,053,678
- Remaining profit from previous years:	54,782,313,209
2 - Expected distribution to funds:	139,632,544,236
a. Dividend distribution to shareholders at a rate of 15% of charter capital	115,498,533,500
In which: + 5% in cash (distributed on 2025-01-20);	28,874,633,500
+ 10% in shares	86,623,900,000
b. Welfare Fund (equal to 5% of 2024 profit):	6,033,502,684
c. Reward Fund (equal to 10% of 2024 profit):	12,067,005,368
d. Development Investment Fund (equal to 5% of 2024 profit):	6,033,502,684
3 - Undistributed profit:	35,819,822,651

Respectfully submitted to the General Meeting!

On behalf of the Board of Directors



LE DINH THANG

No.: 06/TT-DHCD.2025

Vung Tau, April 25, 2025

PROPOSAL TO THE GENERAL MEETING OF SHAREHOLDERS

(Re: Approving the plan to issue shares to pay dividends for 2024)

To: General Meeting of Shareholders of DIC Holdings Construction Joint Stock Company

- Pursuant to the Law on Enterprises No. 59/2020/QH14, passed on 2020-06-17;
- Pursuant to the Law on Securities No. 54/2019/QH14, passed on 2019-11-26;
- Pursuant to the Government's Decree No. 155/2020/ND-CP dated 2020-12-31, detailing the implementation of several articles of the Law on Securities;
- Pursuant to the Charter on organization and operation of DIC Holdings Construction Joint Stock Company;
- Pursuant to the business production and development goals of DIC Holdings Construction Joint Stock Company.

The Board of Directors (BOD) respectfully submits to the General Meeting of Shareholders of DIC Holdings Construction Joint Stock Company for consideration and approval of the plan to issue shares to pay dividends for 2024 as follows:

1. **Stock name:** Shares of DIC Holdings Construction Joint Stock Company.
2. **Stock code:** DC4
3. **Type of shares issued:** Common shares.
4. **Par value of shares:** VND 10,000/share.
5. **Current charter capital:** VND 866,239,000,000.
6. **Number of outstanding shares:** 86,623,900 shares.
7. **Expected number of shares to be issued:** 8,662,390 shares.
8. **Total expected issuance value (at par value):** VND 86,623,900,000.
9. **Expected number of shares after paying dividends for 2024:** 95,286,290 shares.
10. **Issuance capital source:** From the Company's after-tax profit according to the audited consolidated financial statements for 2024.
11. **Dividend payout ratio:** 10%
12. **Issuance target:** All existing shareholders whose names are on the list on the record date to exercise their rights.
13. **Method of issuance:**
 - Implementation ratio: 10:1
 - Implementation method:
 - ✓ On the date of closing the list of shareholders entitled to the right, each shareholder owning 01 share will have 01 right, the right allocation ratio is 10:1, meaning that 10 rights will be divided into 01 newly issued share. The number of new shares received will be rounded down to the unit, and the decimal part (if any) will be canceled.

- ✓ Example: On the record date, shareholder A owns 108 shares, according to the right exercise ratio of 10:1 (equivalent to 10%), shareholder A is entitled to receive $(108/10) \times 1 = 10.8$ shares. According to the regulations on handling fractional shares, Mr. A will receive 10 shares, and 0.8 fractional shares will be canceled.
14. **Expected implementation time:** Quarter 2/2025, within 45 days from the date the SSC receives notification of complete documents reporting the issuance of shares to pay dividends of the Company.
15. **Registration for depository and additional listing:** The number of additionally issued shares to pay dividends in 2024 will be registered for depository at the Vietnam Securities Depository and Clearing Corporation (VSDC) and listed additionally on the Ho Chi Minh City Stock Exchange (HOSE) immediately after the issuance is completed in accordance with current laws.
16. **Authorization for the BOD to decide:**
- Selecting a suitable time to implement the plan to issue shares to pay dividends in 2024;
 - Proactively carry out the work and related procedures in accordance with the law to complete the plan to issue shares to pay dividends in 2024, including but not limited to: Preparing documents reporting the issuance of shares to pay dividends to be sent to the SSC; Amending, supplementing, and completing the issuance reporting documents as required by the SSC; implementing the plan to issue shares to pay dividends in 2024 within 45 days after the SSC announces that it has received complete issuance reporting documents, etc.;
 - The specific timing for distributing shares after the SSC announces receipt of complete issuance report documents, ensuring compliance with current legal regulations;
 - Amend and supplement the Company's Charter regarding changes to the charter capital amount after completing the issuance and reporting to the GMS at the nearest meeting; amend the Enterprise Registration Certificate with the new charter capital amount.

Respectfully submitted!

ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRMAN



LE DINH THANG

Vung Tau, April 25, 2025

No.: 07/TT-DHCD.2025

PROPOSAL TO THE GENERAL MEETING OF SHAREHOLDERS

(Re: Approving the plan to issue shares under the Employee Stock Option Plan (ESOP) in 2025)

To: General Meeting of Shareholders of DIC Holdings Construction Joint Stock Company

- Pursuant to the Law on Enterprises No. 59/2020/QH14, passed on 2020-06-17;
- Pursuant to the Law on Securities No. 54/2019/QH14, passed on 2019-11-26;
- Pursuant to the Government's Decree No. 155/2020/ND-CP dated 2020-12-31, detailing the implementation of several articles of the Law on Securities;
- Pursuant to the Charter on organization and operation of DIC Holdings Construction Joint Stock Company;
- Pursuant to the business production and operation situation and development goals of DIC Holdings Construction Joint Stock Company.

The Board of Directors (BOD) respectfully submits to the General Meeting of Shareholders of DIC Holdings Construction Joint Stock Company (GMS) for consideration and approval of the plan to issue shares under the Employee Stock Option Plan (ESOP) in 2025, as follows:

I. PURPOSE OF ISSUANCE:

- Acknowledging the contributions of Employees on the occasion of the 30th anniversary of the Company's establishment and receiving the Second Class Labor Medal;
- Creating motivation for Employees to strive to excellently complete their tasks and have long-term commitment to the Company;
- Enhancing the role, responsibility, and rights of Employees in the Company.

II. PLAN FOR ISSUING SHARES UNDER THE EMPLOYEE STOCK OPTION PLAN (ESOP ISSUANCE PLAN):

- **Stock name:** Shares of DIC Holdings Construction Joint Stock Company.
- **Stock type:** Common stock.
- **Par value of shares:** VND 10,000/share.
- **Current charter capital:** VND 866,239,000,000.
- **Number of outstanding shares:** 86,623,900 shares.
- **Expected charter capital after dividend payment in 2024 (at a rate of 10%/Charter capital):** VND 952,862,900,000.
- **Expected number of shares after dividend payment in 2024:** 95,286,290 shares.
- **Expected number of ESOP shares to be issued in 2025:** 4,750,000 shares, accounting for 4.98% of the outstanding shares (calculated on the number of shares after dividend payment in 2024: 95,286,290 shares), of which:
 - ✓ Issuance of bonus shares to Employees: 1,800,000 shares.
 - ✓ Offering for sale to Employees: 2,950,000 shares.
- **Expected number of shares after ESOP issuance in 2025:** 100,036,290 shares.
- **Expected charter capital after ESOP issuance in 2025:** VND 1,000,362,900,000.

- **Issuance target:** Employees of the Company as decided by the ESOP Management Board (ESOP Participants), including: Board of Directors, Board of Management, and Employees of the Company. The GMS authorizes the BOD to approve the composition of the ESOP Management Board in 2025.
- **Principles for determining the target audience and principles for share allocation:** According to the ESOP Issuance Regulations in 2025, the GMS assigns the BOD to issue the ESOP Issuance Regulations in 2025 and authorizes the BOD to decide on detailed contents in the Regulations, based on the criteria: (1) Contribution efficiency to the Company's business operations, (2) Position/title, and (3) Seniority at the Company.
- **Expected implementation timeline:** After completing the share issuance for dividend payment in 2024, it is expected to be implemented in Quarter 3/2025, within 45 days from the date the State Securities Commission announces the receipt of complete documents reporting the issuance of shares under the Employee Stock Option Plan (ESOP) in 2025 of the Company.

Details of the ESOP issuance plan for 2025 are as follows:

1. **Plan for issuing bonus shares to Employees:**
 - **Stock name:** Shares of DIC Holdings Construction Joint Stock Company.
 - **Stock type:** Common stock.
 - **Stock par value:** VND 10,000/share.
 - **Expected number of shares to be issued as bonus to Employees:** 1,800,000 shares.
 - **Issuance price:** VND 10,000/share.
 - **Total issuance value (at par value):** VND 18,000,000,000 (equivalent to 1.89%/Expected charter capital after dividend payment in 2024).
 - **Source of issuance:** The amount of VND 18,000,000,000 is taken from the Company's reward and welfare fund according to the audited separate financial statements for 2024.
 - **Transfer restriction:** Shares awarded to Employees are restricted from transfer for 02 years from the closing date of the issuance.
 - **The issuance plan complies with regulations on foreign ownership ratio:** The issuance target (Employees) are Vietnamese citizens, so the regulations on foreign ownership ratio are ensured as prescribed.
 - **Cases of forfeiture of bonus shares: According to the ESOP Issuance Regulations in 2025.**

Bonus shares and dividends being shares arising from bonus shares (if any) during the transfer restriction period will be forfeited in the following cases:

- ✓ ESOP participants who are members of the Board of Directors are dismissed;
 - ✓ ESOP participants who request resignation, are dismissed, and in cases where the Company does not continue to sign a labor contract (except for retirement);
 - ✓ ESOP participants who do not complete the assigned work plan;
 - ✓ ESOP participants who violate discipline.
- **Plan for handling forfeited bonus shares:**
The General Meeting of Shareholders assigns the Board of Directors and the Company's Trade Union to carry out the procedures for recovering the number of bonus shares in the above cases in accordance with current laws and the ESOP Issuance Regulations in 2025; assigns the Company's Trade Union the right to recover and manage the number of forfeited bonus shares to be used as a fund for Employees.

2. Plan to issue shares, offer for sale to Employees:

- **Stock name:** Shares of DIC Holdings Construction Joint Stock Company.
- **Stock type:** Common stock.
- **Stock par value:** VND 10,000/share.
- **Number of shares expected to be issued for sale to Employees:** 2,950,000 shares
- **Offering price:** VND 10,000 per share.
- **Total issuance value (at par value):** VND 29,500,000,000 (equivalent to 3.09%/Expected charter capital after dividend payment in 2024).
- **Transfer restriction:** Shares offered for sale to Employees are restricted from transfer for 01 year from the closing date of the issuance.
- **Plan for using the proceeds from the issuance:** The total expected proceeds of VND 29,500,000,000 (in words: Twenty-nine billion five hundred million Vietnamese Dong) will be used to supplement working capital for the Company's production and business activities.
- **The issuance plan complies with regulations on foreign ownership ratio:** The issuance target (Employees) are Vietnamese citizens, so the regulations on foreign ownership ratio are ensured as prescribed.
- **Plan for handling unsold shares (in case ESOP participants do not buy or do not buy all the allocated shares):** The General Meeting of Shareholders authorizes the Board of Directors to decide to continue distributing to other ESOP participants at a price not lower than VND 10,000/share.

3. The GMS authorizes the Board of Directors to decide on:

- Specifically implement the plan to issue shares under the employee stock option program (ESOP issuance plan) in 2025 to ensure compliance with current legal regulations;
- Select an appropriate time to implement the ESOP issuance plan in 2025;
- Approve the composition of the ESOP Management Board in 2025;
- Promulgate the ESOP issuance regulations in 2025 (including amendments, supplements, and replacements), and decide on the detailed contents of the regulations, including but not limited to: Issuance targets, criteria for selecting employees to participate in the ESOP program in 2025; Principles for determining the number of shares distributed to each target; Cases of bonus share revocation; Plan for handling revoked bonus shares; Plan for handling unsold shares;...
- Approve the list of employees to be allocated shares according to the ESOP issuance regulations in 2025;
- Decide to allocate the number of shares that ESOP participants do not purchase or do not fully purchase to other ESOP participants;
- Decide to recover and transfer the number of bonus shares in cases of revocation to the Company's Trade Union for management as a fund for employees;
- Decide on a detailed plan for using capital in accordance with the purposes approved by the GMS to ensure the interests of shareholders and the Company;
- Carry out related procedures in accordance with current legal regulations to complete the ESOP issuance plan in 2025: Prepare documents to report the ESOP share issuance in 2025 to the SSC; Decide to amend, supplement, and complete the ESOP issuance plan in 2025 and the issuance report documents as required by the SSC; Implement the ESOP issuance plan in 2025 within 45 days after the SSC announces receipt of complete ESOP share issuance report documents from the Company;...;
- Authorize the Board of Directors to approve a plan to ensure that the share issuance meets regulations on foreign ownership ratio;

- Carry out the necessary procedures to register for depository at the Vietnam Securities Depository and Clearing Corporation (VDSC) and additional listing at the Ho Chi Minh City Stock Exchange (HOSE) within 30 (thirty) days from the end of the issuance according to current legal regulations;
- Amend and supplement the Company's Charter after completing the issuance and change the Enterprise Registration Certificate according to the new charter capital, and report to the General Meeting of Shareholders at the nearest meeting.

Respectfully submitted!

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



LE DINH THANG

No: 08/TT-ĐHCĐ.2025

Vung Tau, April 25, 2025

PROPOSAL TO THE GENERAL MEETING OF SHAREHOLDERS

*Re: Change in the Use of Capital from the Issuance
additional shares offered to the public in 2024*

To: General Meeting of Shareholders of DIC Holdings Construction Joint Stock Company

- Pursuant to the Law on Enterprises No. 59/2020/QH14, passed on 2020-06-17;
- Pursuant to the Law on Securities No. 54/2019/QH14, passed on 2019-11-26;
- Pursuant to the Government's Decree No. 155/2020/ND-CP dated 2020-12-31, detailing the implementation of several articles of the Law on Securities;
- Pursuant to the Charter on organization and operation of DIC Holdings Construction Joint Stock Company;
- Pursuant to Official Letter No. 575/UBCK-QLCB dated 2025-03-28 of the SSC, which received documents reporting the results of the additional public offering of shares of DIC Holdings Construction Joint Stock Company.

I – The Board of Directors (BOD) would like to report to the Company's General Meeting of Shareholders (GMS) on the results of the additional share issuance offered to existing shareholders under Resolution No. 01/NQ-ĐHCĐ.2024 of the General Meeting of Shareholders dated 2024-04-26 as follows:

1. Number of shares offered: 28,874,847 shares.
2. Number of shares successfully offered: 28,874,633 shares, accounting for 100.0% of the number of shares offered.
3. Offering price: VND 10,000/share
4. Total proceeds from the share offering: VND 288,746,330,000
5. Issuance costs: VND 324,400,000
6. Total net proceeds from the share offering: VND 288,421,930,000
7. End date of the issuance: 2025-03-18.

II - Report to the General Meeting of Shareholders on amending the Company's Charter

The 2024 Annual GMS authorized the BOD to amend and supplement the Company's Charter after completing the share issuance to increase charter capital in 2024.

The BOD would like to report to the GMS that Article 6 of the Company's Charter has been amended as follows:

1. Content before adjustment:

- The company's charter capital is: VND 524,997,230,000
- The total charter capital of the company is divided into 52,499,723 shares

2. Content after adjustment:

- a) On 2024-12-10 (adjustment after issuing shares to pay dividends)
 - The company's charter capital is: VND 577,492,670,000
 - The total charter capital of the company is divided into 57,749,267 shares
- b) On 2025-04-22 (adjustment after issuing shares to existing shareholders)
 - The company's charter capital is: VND 866,239,000,000
 - The total charter capital of the company is divided into 86,623,900 shares

III - The Board of Directors (BOD) respectfully submits to the General Meeting of Shareholders for consideration and approval of the plan to change the purpose of using capital raised from the additional share offering to existing shareholders in 2024 as follows:

1. Reason for changing the purpose of capital use:

In the issuance plan approved by the 2024 Annual GMS on 2024-04-26, the expected time to implement the additional share offering to existing shareholders was in Q3/2024. In reality, the Company received the Certificate of Registration for Offering issued by the SSC on 2024-12-19 and completed the issuance on 2025-03-18. During this period, the outstanding debt of the Bank and Customers has changed compared to the time the issuance plan was approved, as well as there is a difference in the net proceeds from the share offering. Therefore, the BOD respectfully submits to the 2025 Annual GMS for consideration and approval of the plan to change the purpose of using capital raised from the additional share offering to existing shareholders in 2024.

2. The content of changing the purpose of using capital submitted to the GMS through the following:

No.	Subject	Purpose of using capital approved by the 2024 GMS	Purpose of using capital according to Resolution No. 26/HĐQT dated 2024-10-24 (*)	Purpose of using capital (changed) submitted to the 2025 GMS for approval
1	Bank	200,000,000,000	200,000,000,000	274,921,930,000
1.1	- BIDV	160,060,552,671	118,569,018,728	39,209,971,688
1.2	- VRB	39,939,447,329	81,430,981,272	
1.3	- MB			235,711,958,312
2	Customer	88,748,470,000	88,748,470,000	13,500,000,000
2.1	Concrete Construction Development Investment Joint Stock Company	57,000,000,000	30,000,000,000	2,000,000,000
2.2	DIC Building Materials Joint Stock Company	16,489,107,090	16,489,107,090	11,500,000,000
2.3	Kim Hung Phat Co., Ltd.	7,000,000,000		
2.4	An Huy Construction and Production Co., Ltd.	3,259,362,910	3,000,000,000	
2.5	Trung Nguyen Investment Trading Service Co., Ltd.	3,000,000,000	3,000,000,000	
2.6	Minh Duc Construction Equipment and Material Joint Stock Company	2,000,000,000		

2.7	<i>Housing Development and Trading Joint Stock Company</i>		28,000,000,000	
2.8	<i>Super-sonic Joint Stock Company</i>		7,000,000,000	
2.9	<i>Nghia Thanh Co., Ltd.</i>		1,259,362,910	
3	Total	288,748,470,000	288,748,470,000	288,421,930,000

(*) Under the authorization of the 2024 GMS, the BOD has adjusted the capital use plan to suit the debt situation in the process of implementing the dossier to register for offering shares to request the SSC to issue a certificate of registration for offering.

Total net proceeds from the share offering: VND 288,421,930,000, which will be used to pay debts to the Company's Banks and Customers as follows:

- Repaying Bank loans: VND 274,921,930,000, of which:
 - Repaying BIDV bank loans: VND 39,209,971,688.
 - Repaying MB bank loans: VND 235,711,958,312.
- Repaying Customer debts: VND 13,500,000,000.

Respectfully submitted!

ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN



LE DINH THANG

REPORT
IMPLEMENTATION STATUS OF PROJECTS IN 2024
AND INVESTMENT PLAN FOR PROJECTS IN 2025

To: The General Meeting of Shareholders of DIC Holdings Construction Joint Stock Company

The Board of Directors would like to report to the General Meeting on the implementation status of projects in 2024 and the investment plan for projects in 2025 as follows:

I. Implementation Status in 2024

1. Hotel and Tourist Apartment Project on Ha Long Street – Vung Tau City.

- + The company has signed a capital contribution contract with the land owner and is carrying out legal procedures to prepare for project investment.
- + Preparing documents for registration of land use plan.

2. 25-story luxury apartment project.

- + Construction location: Ward 11, Vung Tau City.
- + Scale: Land area of 7,804.6 m², expected to build a 25-story apartment building and 2 basements.

Some completed tasks:

- + The company has been granted a land use right certificate.
- + Preparing documents for registration of land use plan and registration of housing development plan.
- + Preparing project design outline, preliminary design plan.

3. Housing project in Long Son commune

- + Construction location: Long Son Commune – Vung Tau City.
- + Due to unfavorable real estate market conditions, the Company has temporarily not implemented project investment in 2024.

4. Go Cat Housing Area Project, Phase 2

- + Construction location: Long Tam Ward, Ba Ria City.
- + Scale: Area of 36,813 m² including 161 adjacent plots, garden houses, villas.
- + Purpose: Constructing the rough structure and completing the facade of adjacent houses and villas to issue land use right certificates to customers.
- + Capital source: Equity, bank loans and customer capital.
- + 2023-2024: The company completed the rough construction and completed the facade for 64 houses, and handed over the land use right certificate for 30 houses to customers, while the remaining houses are undergoing procedures for certificate issuance.

5. 15-story apartment building project under the Marine City project:

According to the policy of the General Meeting in previous general meetings, in 2024, the Board of Directors continued to direct the Executive Board to study the form of cooperation for the 15-story apartment building project under the Marine City project.

II. Investment plan for projects in 2025

1. 25-story luxury apartment project in Ward 11, Vung Tau City.

+ Scale: Land area: 7,804.6 m², Expected to build a 25-story apartment building and 2 basements, construction area of approximately 3,122 m², total construction floor area of approximately 93,030 m², building height of 90 m.

+ Estimated implementation progress: 05 years (2025 - 2029).

+ Completing the application for registration of land use planning; housing development plan of the project;

+ Preparing documents to adjust the detailed construction plan, abbreviated scale 1/500;

+ Preparing survey documents, preliminary design plan and requesting investment policy;

+ In 2025, the company will continue to complete legal procedures and design to soon deploy construction investment at the end of 2025 or in early 2026.

2. Continue research to organize the implementation of joint investment in the 15-story apartment building under the Marine City project with the partner being Nam Hai Construction Co., Ltd.

3. Research cooperation in contributing capital to invest in aluminum production plants and water plants in the northern region with partners who have strengths and output markets, contributing to bringing stable and long-term revenue and profits to the Company. Submit to the congress for authorization to the Board of Directors to research and implement capital contribution cooperation if it is deemed effective.

4. Research investment plans, lease land in industrial parks/clusters to invest in infrastructure and lease business premises.

5. Other projects: In addition to the above projects, in 2025, the Company will continue to research investment cooperation in a number of projects in Ba Ria - Vung Tau and other provinces and cities to increase the land fund to ensure smooth and continuous investment activities in the following years. Participate in bidding and submit bids to select investors for social housing projects in localities if deemed effective. If projects arise during the year with great value, the Company's Board of Directors will develop an investment project and seek opinions from major shareholders, and if deemed effective, it will be implemented to take advantage of investment opportunities and report to the congress in the next annual general meeting of shareholders.

**** For projects within the 2025 production, business and investment plan, it is respectfully requested that the general meeting of shareholders authorize the Board of Directors to approve the project, receive project transfers if the project is deemed feasible and effective, and carry out related investment steps and procedures.***

Respectfully submit to the congress for consideration and approval!

Place of receipt:

- GMS 2025;
- Archive VT./.

**ON BEHALF OF THE BOARD OF DIRECTORS
OF DIC HOLDINGS CONSTRUCTION JSC**

Chairman of the Board of Directors



Le Dinh Thang