CÔNG TY CỔ PHẦN SJ GROUP **SJ GROUP JOINT STOCK COMPANY**	**CỘNG HÒA XÃ HỘI CHỦ NGHĨA VIỆT NAM** **Độc lập - Tự do - Hạnh phúc** **THE SOCALIST REPUBLIC OF VIETNAM** **Independence – Freedom - Happiness**
Số: 20 /CBTT-SJG No: 20 /CBTT-SJG	*Hà Nội, ngày 22 tháng 8 năm 2026* *Ha Noi, day 22 month 8 year 2026*

Người ký:
CÔNG TY CỔ PHẦN SJ GROUP
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CÔNG BỐ THÔNG TIN BẤT THƯỜNG
EXTRAORDINARY INFORMATION DISCLOSURE

Kính gửi: Sở Giao dịch Chứng khoán TPHCM
To: Hochiminh Stock Exchange

1. Tên tổ chức/*Name of organization*: Công ty Cổ phần SJ GROUP (SJ GROUP)

- Mã chứng khoán/*Stock code:* SJS

- Địa chỉ/*Address:* Ô đất CT6, Khu Đô thị mới Nam An Khánh, xã An Khánh, thành phố Hà Nội, Việt Nam / *Land lot CT6, Nam An Khanh Urban Area, An Khanh Commune, Hanoi City, Vietnam.*

- Điện thoại liên hệ/*Tel:* 0243 7684504/7684505/7684506

- Email: info@sjgroups.com.vn

2. Nội dung thông tin công bố/*Contents of disclosure*:

Công ty Cổ phần SJ GROUP công bố thông tin về việc Hội đồng quản trị Công ty phê duyệt triển khai thực hiện Phương án tăng vốn điều lệ và các vấn đề liên quan của Công ty Cổ phần SJ GROUP theo Nghị quyết số 138/NQ-SJG-HĐQT ngày 22/08/2026.

SJ GROUP Joint Stock Company announces the information regarding the Company's Board of Directors has approved the implementation of the charter capital increase plan and other related matters of SJ GROUP Joint Stock Company pursuant to Resolution No. .../NQ-SJG-HĐQT dated August 22, 2026.

3. Thông tin này đã được công bố trên trang thông tin điện tử của công ty vào ngày 22/08/2026 tại đường dẫn www.sjgroups.com.vn/ *This information was published on the company's website on 22/08/2026 (date), as in the link www.sjgroups.com.vn/*

Chúng tôi xin cam kết các thông tin công bố trên đây là đúng sự thật và hoàn toàn chịu trách nhiệm trước pháp luật về nội dung các thông tin đã công bố/*We hereby certify that the information provided is true and correct and we bear the full responsibility to the law.*

Tài liệu đính kèm / *Attached documents:* - NQ số 138/NQ-SJG-HĐQT ngày 22/08/2026 / *Resolution No138./NQ-SJG-HĐQT dated August 22, 2026*	**Đại diện tổ chức** ***Organization representative*** Người UQ CBTT *Person authorized to disclose information* M.S.D.N: 0101379451 C.T.C.P CÔNG TY CỔ PHẦN SJ GROUP THÀNH PHỐ HÀ NỘI **NGUYỄN HẢI NINH**

SJ GROUP JOINT STOCK COMPANY	SOCIALIST REPUBLIC OF VIETNAM Independence - Freedom - Happiness
No: 138/NQ-SJG-HĐQT	*Hanoi, August 22, 2026*

RESOLUTION

Re: Implementation of the plan to increase charter capital and related matters of SJ Group Joint Stock Company

THE BOARD OF DIRECTORS OF SJ GROUP JOINT STOCK COMPANY

Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020, and its amending and supplementing documents;

Pursuant to the Law on Securities No. 54/2019/QH14 dated November 26, 2019, and its amending and supplementing documents;

Pursuant to Law No. 56/2024/QH15 dated November 29, 2024, amending and supplementing a number of articles of the Law on Securities, the Law on Accounting, the Law on Independent Audit, the Law on State Budget, the Law on Management and Use of Public Property, the Law on Tax Administration, the Law on Personal Income Tax, the Law on National Reserves, the Law on Handling of Administrative Violations, and guiding documents;

Pursuant to Decree No. 155/2020/ND-CP dated December 31, 2020, detailing the implementation of a number of articles of the Law on Securities;

Pursuant to Decree No. 245/2025/ND-CP dated September 11, 2025, amending and supplementing a number of articles of the Government's Decree No. 155/2020/ND-CP dated December 31, 2020, detailing the implementation of a number of articles of the Law on Securities;

Pursuant to the Charter of SJ Group Joint Stock Company;

Pursuant to Resolution No. 01/NQ-SJG-DHDCD2026 dated April 23, 2026, of the 2026 Annual General Meeting of Shareholders;

Pursuant to Minutes No. 15.. of the Board of Directors' meeting dated 22/8./2026 of SJ Group Joint Stock Company regarding the implementation of the plan to increase charter capital and related matters of SJ Group Joint Stock Company

RESOLVES:

Article 1: To approve and implement the plan to issue shares for the 2025 dividend payment in accordance with Resolution No. 01/NQ-SJG-DHDCD2026 dated April 23, 2026, of the 2026 Annual General Meeting of Shareholders (GMS), detailed in Appendix No. 01 attached to this Resolution.

Article 2: To approve and implement the plan to offer additional shares to the public in accordance with the GMS Resolution No. 01/NQ-SJG-DHDCD2026 dated April 23, 2026, detailed in Appendix No. 02 attached to this Resolution.

Article 3: To approve the commitment to list the shares of SJ Group Joint Stock Company on the securities trading system as follows:

Issuer name	:	SJ Group Joint Stock Company
Name of issued shares	:	Shares of SJ Group Joint Stock Company
Ticker symbol	:	SJS
Listing/Trading registration exchange	:	HOSE
Commitment content	:	The Company shall list and register the additional shares successfully issued in the issuance/offering tranche according to the 2026 Annual General Meeting of Shareholders' Resolution No. 01/NQ-SJG-DHDCD2026 dated April 23, 2026, at the Ho Chi Minh City Stock Exchange and the Vietnam Securities Depository and Clearing Corporation after completing the offering procedures.

Article 4: To approve the plan to ensure that the public offering of additional shares meets the regulations on the foreign ownership limit of SJ Group Joint Stock Company as follows:

i. Information on foreign ownership in the Company:

- Maximum foreign ownership limit at the issuing organization as prescribed by law: 50%.
- Maximum foreign ownership limit at the issuing organization according to the decision of the General Meeting of Shareholders and the Company's Charter: Not specifically regulated.
- According to Official Letter No. 7587/UBCK-PTTT dated November 11, 2024, of the State Securities Commission, the maximum foreign ownership limit at SJ Group is 50%.
- Current foreign ownership ratio at SJ Group to date: 0.58%.

ii. Plan to ensure the ownership ratio of foreign investors:

- The purchase rights for additionally issued shares of existing shareholders may be transferred once (01 time). The transfer of share purchase rights by existing shareholders to foreign investors must ensure the ownership ratio of foreign investors in accordance with Article 77 of the Law on Securities No. 54/2019/QH14 and ensure that the foreign investors' ownership ratio after the issuance does not exceed the maximum foreign ownership limit at SJ Group Joint Stock Company, which is 50%.
- Fractional shares and undistributed offered shares (due to shareholders' refusal to exercise their purchase rights) will be offered by the Board of Directors to other subjects in accordance with regulations and must ensure that the foreign investors' ownership ratio after the issuance does not exceed the maximum foreign ownership limit at SJ Group Joint Stock Company, which is 50%.

Article 5: To approve the criteria for selecting investors to purchase incurred fractional shares and shares that existing shareholders refuse to exercise their purchase rights, specifically as follows:

- Investor selection criteria: The investors selected to be distributed the aforementioned shares must satisfy the following criteria:
  + Being individual or institutional investors with financial capacity;
  + Having the desire to invest in SJ Group shares;
  + Committing to hold the shares for 01 year from the completion date of the issuance tranche.
- The offering to the above-mentioned subjects must comply with regulations on public tender offers.
- The offering to other subjects mentioned above must ensure compliance with regulations on cross-ownership set forth in Clause 2, Article 195 of the Law on Enterprises No. 59/2020/QH14.

Article 6: To approve the selection of National Securities Joint Stock Company (NSI) as the advisory unit and approve the draft Contract and transactions on providing share issuance advisory services between SJ Group Joint Stock Company and NSI – a related party of SJ Group Joint Stock Company under the provisions of law.

Article 7: This Resolution takes effect from the date of its signing. The Members of the Board of Directors, General Director, Deputy General Directors, Chief Financial Officer, Chief Accountant, Chief of Office, Directors of functional departments, related units, and individuals are responsible for the implementation of this Resolution./.

Recipient:
- As above;
- Supervisory Board, Internal Audit;
- Archived: Admin, BOD Office.

BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN

M.S.D.N: 0101399461 C.T.C.P
CÔNG TY
CỔ PHẦN
SJ GROUP
THÀNH PHỐ HÀ NỘI

BUI QUANG BACH

APPENDIX NO. 01
DETAILED PLAN FOR ISSUANCE OF SHARES FOR
2025 DIVIDEND PAYMENT

(Attached to Resolution No138 .../NQ-SJG-BOD dated 22/08/2026 of the Board of Directors of SJ Group Joint Stock Company)

Plan for issuance of shares for 2025 dividend payment

1.	Issuer	:	SJ GROUP Joint Stock Company
2.	Name of share	:	Share of SJ GROUP Joint Stock Company
3.	Type of share	:	Common share
4.	Par value	:	VND 10,000 (Ten thousand Vietnam Dong)/share
5.	Total issued shares	:	297,474,828 shares
6.	Number of shares expected to be issued	:	29,747,483 shares
7.	Total expected value of registered issuance shares (at par value)	:	VND 297,474,830,000
8.	Purpose of issuance	:	Issuance of shares for the 2025 dividend payment in accordance with Article 1 of the 2025 Annual General Meeting of Shareholders' Resolution No. 01/NQ-DHDCD2026 dated April 23, 2026.
9.	Target investors	:	Existing shareholders named in the shareholder list at the record date to finalize the List to execute the right to receive dividends in shares for 2025.
10.	Issuance ratio (Expected number of issued shares divided (:) by outstanding shares)	:	10%
11.	Right execution ratio	:	100:10 (on the record date for closing the list of shareholders to exercise rights, a shareholder owning 100 shares on the record date will receive 10 newly issued shares)
12.	Plan for handling fractional shares	:	The number of shares each Shareholder receives upon issuance will be rounded down to the nearest whole number. Fractional shares (decimal parts) (if any) arising will be canceled.

			Example: Shareholder A owns 115 shares; according to the issuance ratio, they are entitled to receive 11.5 shares. According to the rounding down principle, Shareholder A will receive 11 shares. The fractional 0.5 shares will be canceled.
13.	Capital source for capital increase	:	From Undistributed after-tax profits on the audited consolidated financial statements for 2025.
14.	Transfer restrictions	:	Shares issued to pay dividends are not subject to transfer restrictions
15.	Expected issuance time	:	In 2026, after receiving approval for issuance from the State Securities Commission (SSC).
16.	Expected completion time	:	Within 45 days after the State Securities Commission issues a notice on the receipt of complete reporting documents.
17.	Registration and Listing of additional shares	:	The issued shares will be registered for additional listing on the Ho Chi Minh City Stock Exchange and registered for additional depository at the Vietnam Securities Depository and Clearing Corporation.

APPENDIX NO. 02

DETAILED PLAN FOR THE PUBLIC OFFERING OF ADDITIONAL SHARES

(Attached to Resolution No. 138./NQ-SJG-BOD

dated 22/08/2026 of the Board of Directors of SJ Group Joint Stock Company)

I. SHARE OFFERING PLAN

1. Issuer name: SJ Group Joint Stock Company
2. Name of offered shares: Shares of SJ Group Joint Stock Company
3. Ticker symbol: SJS
4. Type of offered shares: Ordinary shares
5. Par value: VND 10,000/share
6. Expected number of shares to be offered: 200,000,000 shares
7. Offering price: VND 10,000/share
8. Total expected value of offered shares at par value: VND 2,000,000,000,000 *(In words: Two trillion dongs)*
9. Offering subjects: Existing shareholders named in the list at the record date for closing the list of shareholders to exercise the right to purchase shares offered to existing shareholders, provided by the Vietnam Securities Depository and Clearing Corporation (VSDC) in accordance with regulations.

   The record date for closing the list of shareholders shall be announced by the Company's Board of Directors after the State Securities Commission grants the Certificate of registration for the public offering of securities.
10. Offering method: Public offering of additional shares to existing shareholders
11. Exercise ratio: 100:67.23 (meaning that on the record date for closing the list of shareholders to exercise rights, each shareholder owning 01 share will be entitled to 01 purchase right, and for every 100 purchase rights, they will be entitled to purchase 67.23 new shares).
12. Transfer of purchase rights:
    - The share purchase right may be transferred once (01 time). The transferee is not allowed to further transfer it to a third party. The transferor and transferee shall mutually agree on the transfer price and the payment for the rights transfer. The time limit and procedures for this rights transfer will be announced by the Company's BOD at the time of offering.
    - The transfer of share purchase rights to foreign investors must ensure the foreign investors' ownership ratio in accordance with Article 77 of the Law on Securities No. 54/2019/QH14.
13. Transfer restrictions
    - The number of shares purchased by existing shareholders based on their purchase rights or shares purchased by investors by exercising the purchase rights acquired from existing shareholders are freely transferable.

- Fractional shares (as specified in Item 14 of this Appendix 02) redistributed by the BOD to other investors shall not be subject to transfer restrictions in accordance with Clause 4, Article 42 of Decree 155/2020/ND-CP dated December 31, 2020, detailing the implementation of a number of articles of the Law on Securities.
- Undistributed shares after the time for exercising rights of existing shareholders (excluding the aforementioned fractional shares) redistributed by the BOD to other investors shall be restricted from transfer for 01 (one) year from the ending date of the offering tranche in accordance with Clause 2, Article 42 of Decree 155/2020/ND-CP dated December 31, 2020, detailing the implementation of a number of articles of the Law on Securities.

14. Plan for rounding and handling incurred fractional shares and remaining undistributed shares (if any):
   - Rounding plan and plan for handling fractional shares: The number of shares each Shareholder receives upon issuance will be rounded down to the nearest whole number. Arising fractional shares (decimal part) (if any) will be selected and distributed by the BOD to other investors in accordance with regulations.

     Example: Shareholder A owning 100 shares will be entitled to purchase 67.23 shares. According to the rounding-down principle, Shareholder A will be entitled to purchase 67 shares. The fractional part of 0.23 shares will be aggregated with other arising fractional shares for the Board of Directors to decide on the distribution to other investors in accordance with regulations
   - Plan for handling undistributed shares:

     In case shares are not fully distributed due to existing shareholders' refusal to purchase shares (partially or entirely) and fractional shares arising from rounding according to regulations, the Board of Directors is authorized by the General Meeting of Shareholders (GMS) to execute:
     + For shares not registered for purchase by shareholders and priority transferees of purchase rights, the Board of Directors has the right to offer them to other subjects with offering conditions not more favorable than those offered to existing shareholders to ensure the issuance of all offered shares.
     + The offering to other subjects mentioned above must ensure compliance with cross-ownership regulations set forth in Clause 2, Article 195 of the Law on Enterprises No. 59/2020/QH14 and other provisions of law.
     + The remaining undistributed shares for existing shareholders, when offered to other investors, will be restricted from transfer for 01 year from the ending date of the offering tranche (excluding fractional shares arising during the rounding process mentioned above).
     + The handling of the remaining undistributed shares for existing shareholders must ensure compliance with Article 42 of Decree No. 155/2020/ND-CP dated

December 31, 2020, and ensure other conditions as prescribed in Clause 2, Article 195 of the Law on Enterprises and other relevant provisions of current law.

+ In case the share distribution period expires in accordance with the law (including the extended period, if any), if there are still undistributed shares, these undistributed shares shall be canceled.

15. Minimum successful offering ratio: The subjects of the issuance tranche are existing shareholders, and shares are offered according to the ownership ratio; therefore, the minimum successful offering ratio as prescribed in Point d, Clause 2, Article 15 of the Law on Securities is not applicable.
16. Distribution method: Direct distribution to investors.
17. Expected implementation time: Expected in 2026, after being granted the Certificate of registration for the public offering of additional shares by the State Securities Commission (SSC) in accordance with the law.
18. Change of charter capital: Approving the change of charter capital in the Company's Charter and changing the Enterprise Registration Certificate after the State Securities Commission issues a written notice on the receipt of the report on the offering results.
19. Registration for additional depository and listing of offered shares: The additionally issued shares will be registered for centralized depository at the Vietnam Securities Depository and Clearing Corporation (VSDC) and registered for additional listing on the Ho Chi Minh City Stock Exchange (HOSE) in accordance with regulations.

II. PURPOSE OF THE OFFERING AND PLAN FOR USING THE PROCEEDS FROM THE OFFERING

1. Purpose of the offering:

According to Resolution No. 01/NQ-SJG-ĐHĐCĐ2026 dated April 23, 2026, of the 2026 Annual General Meeting of Shareholders of SJ Group Joint Stock Company, the total expected proceeds from the offering of VND 2,000,000,000,000 (Two trillion dongs) will be used for the construction of technical infrastructure and architectural works under the Van La Residential Area project.

2. Plan for using the proceeds from the offering:

The total expected proceeds from the share offering to existing shareholders of VND 2,000,000,000,000 (Two trillion dongs), will be used for the construction of technical infrastructure and architectural works under the Van La - Van Khe Residential Area Construction Investment Project.

The proceeds from the offering will be utilized in accordance with the actual construction progress of the high-rise buildings, detailed as follows:

(Unit: Million VND)

No	Content	Total expected investment capital	Funding Source		Disbursement Schedule
			Issuance Capital	Funding Source: Other Capital	
I	Technical infrastructure	813,372	205,441	607,931	Quarter IV/2026
II	Architectural works				
1	Townhouses and villas	456,345	456,345	-	Quarter IV/2026
2	High-rise apartments	1,338,214	1,338,214	-	Quarter IV/2026
3	Primary school	36,110	-	36,110	Quarter IV/2026
4	Kindergarten	24,173	-	24,173	Quarter IV/2026
5	Commercial and service works	99,672	-	99,672	Quarter IV/2026
6	Above-ground parking	27,156	-	27,156	Quarter IV/2026
	Total	**2,795,041**	**2,000,000**	**795,041**	

3. Plan for compensating capital shortfall

In case the proceeds from the share offering are insufficient compared to the expected mobilized amount, the General Meeting of Shareholders authorizes the Board of Directors to consider and use individually, sequentially, or simultaneously the following solutions to cover the shortfall:

- Use self-owned equity;
- Use bank loans;
- Seek investors to contribute capital to the project;
- Issue bonds;
- Other solutions in accordance with the provisions of the law.