

DRAFT



**THANH THANH CONG – BIEN HOA
JOINT STOCK COMPANY**

No. 02/2025/NQ-ĐHĐCĐ

**SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness**

Tay Ninh,, 2025

RESOLUTION

ANNUAL GENERAL MEETING OF SHAREHOLDERS FOR THE FISCAL YEAR 2024 – 2025

*(Approval of the plan for issuance of shares to pay dividends
for the fiscal year 2024 – 2025)*

- Pursuant to Enterprise Law No. 59/2020/QH14 dated June 17th, 2020, Law No. 76/2025/QH15 dated June 17th, 2025, amending and supplementing a number of articles of the Law on Enterprises and its guiding documents (“**Enterprise Law**”);
- Pursuant to Securities Law No. 54/2019/QH14 dated November 26th, 2019, Law No. 56/2024/QH15 dated November 29th, 2024 amendments to law on securities, law on accounting, law on independent audit, law on state budget, law on management and use of public property, law on tax administration, law on personal income tax, law on national reserves, and law on penalties for administrative violations and its guiding documents (“**Securities Law**”);
- Pursuant to the Charter of Thanh Thanh Cong - Bien Hoa Joint Stock Company (“**Charter**”);
- Pursuant to Proposal No. 02 Annual General Meeting of Shareholders for the fiscal year 2024 – 2025 regarding the profit distribution plan for the fiscal year from July 1st, 2024 to June 30th, 2025.

RESOLUTION

Article 1. Approval of the plan for issuance of shares to pay dividends for the fiscal year 2024 - 2025, as follows:

1. Issuer: Thanh Thanh Cong – Bien Hoa Joint Stock Company
2. Purpose of issuance: Issuance of shares for dividend payment
3. Type of shares: Common shares
4. Par value: VND 10,000 per share
5. Expected number of shares to be issued: 51,306,755 shares
6. Total issuance value at par value: VND 513,067,550,000
7. Issuance ratio (number of shares expected to be issued / number of outstanding common shares at the time of this Submission): 6%
8. Exercise ratio: 6% (a shareholder holding 100 common shares shall receive 06 common shares)
9. Source of issuance: Undistributed after-tax profit based on the audited financial statements for the fiscal year 2024 - 2025
10. Expected issuance schedule: Before June 2026



11. Treatment of fractional shares: The issued shares shall be rounded down to the nearest integer; any fractional amount (if any) shall be cancelled.
12. Eligible recipients: Existing common shareholders whose names appear on the shareholder list as of the record date (the final registration date) for entitlement, as provided by the Vietnam Securities Depository and Clearing Corporation.
13. Registration and additional listing: All shares issued as dividend payment shall be registered with the Vietnam Securities Depository and Clearing Corporation and additionally listed on the Ho Chi Minh City Stock Exchange pursuant to applicable laws.

Article 2. Approval of Charter Capital Increase and Amendment of the Charter

1. To increase the Company's charter capital corresponding to the actual total par value of shares issued;
2. To amend the Company's Charter and update the Enterprise Registration Certificate in accordance with the increased charter capital after the issuance.

Article 3. Authorization to the Board of Directors to Implement Related Matters

1. Determine the specific timing of the share issuance for dividend payment for the fiscal year 2024 - 2025 and the record date after receiving written confirmation from the State Securities Commission regarding the receipt of the Company's complete issuance dossier, ensuring full compliance with legal regulations;
2. Carry out all procedures and tasks required under the Law on Enterprises, the Company's Charter, and regulations on securities and the securities market to implement the approved issuance plan, including preparation, completion, explanation, and submission of the registration and issuance reports as required by competent authorities;
3. Decide on other matters relating to the issuance in accordance with the approved plan;
4. Decide and carry out all necessary procedures for: (i) amending/increasing the charter capital and revising the relevant provisions of the Charter; (ii) registering the changes to the Enterprise Registration Certificate; (iii) registering amendments to the Securities Registration Certificate with the Vietnam Securities Depository and Clearing Corporation; and (iv) additionally listing the newly issued shares on the Ho Chi Minh City Stock Exchange pursuant to applicable laws;
5. Perform all required legal procedures and address arising matters to complete the issuance of shares for dividend payment.

Article 4. This Resolution shall take effect from the signing date.

The Board of Directors and the Board of Management of the Company are responsible for implementing, supervising and reporting on the implementation of this Resolution./.

OBO. GENERAL MEETING OF SHAREHOLDERS CHAIRLADY

Recipients:

- BOD, BOM;

- Archived: Corporate Secretary.

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