



CÔNG TY CP ĐẦU TƯ
& PHÁT TRIỂN DU LỊCH
VINACONEX

THE SOCIALIST REPUBLIC OF VIETNAM

Independence – Freedom – Happiness

No.: 99 /2026/NQ-VITC-DHDCD

Hanoi, April 24, 2026

RESOLUTION
ANNUAL GENERAL MEETING OF SHAREHOLDERS 2026

THE SHAREHOLDER MEETING OF
VINACONEX INVESTMENT AND TOURISM DEVELOPMENT JOINT
STOCK COMPANY

Pursuant to The Enterprise Law No. 59/2020/QH14, amended and supplemented by Law No. 76/2025/QH15 and other relevant amended and supplemented laws;

Pursuant to the Securities Law No. 54/2019/QH14 amended and supplemented by Law No. 56/2024/QH15;

Pursuant to the Charter of Vinaconex Investment And Tourism Development Joint Stock Company;

Pursuant to the Minutes of the Annual General Meeting of Shareholders 2026 of Vinaconex Tourism Investment and Development Joint Stock Company (“the Company”) dated April 24, 2026.

RESOLUTION:

Article 1: Approve the Business Performance Results in 2025 and the Business Plan for 2026 of the Company as presented in Report No. 72/2026/BC-DTKD dated 01/04/2026 of the Company's Executive Board with the following main points:

1. Key business performance indicators for 2025.

(Unit: Million VND)

No.	Key Indicators	2025 Plan	Implementation Results in 2025	
			Value	% of actual achievement versus plan
1	Business Production Value	523,640	309,621	59.13%

2	Total Revenue	1,793,312	8,032	0.45%
3	Profit Before Tax	568,591	(77,448)	
4	Profit After Tax	454,873	(77,448)	

2. Key business production plan targets for 2026

(Unit: Million VND)

No.	Key Indicators	Implementation Results in 2025	Plan for 2026	
			Plan for 2026	% of Plan vs. 2025 Actual
1	Business Production Value	309,621	962,875	311%
2	Total Revenue	8,032	1,030,870	
3	Profit Before Tax	(77,448)	126,161	
4	Profit After Tax	(77,448)	100,929	

Article 2: Approve the Evaluation of the Company's business management in 2025 and key tasks for 2026 in Report No. 73/2026/BC-HDQT dated 01/04/2026 of the Company's Board of Directors.

Article 3: Approve the Supervisory Board's Report as stated in Report No. 74/2026/BC-BKS dated 01/04/2026 of the Company's Supervisory Board.

Article 4: Approve the audited financial statements for 2025 of the Company as stated in Proposal No. 75/2026/TTr-HDQT dated 01/04/2026 of the Company's Board of Directors, with the following key indicators:

(Unit: Million VND)

Items	Financial Statements Prepared by the Company	Audited Financial Statements
Current Assets	274,559	2,004,163
Non-current Assets	5,186,562	3,428,814
Total Assets	5,461,121	5,432,977

Liabilities	3,955,735	3,927,702
Equity	1,505,386	1,505,275
Revenue	8,032	8,032
Expenses	85,369	85,480
Profit Before Tax	(77,338)	(77,448)
Profit After Tax	(77,338)	(77,448)

Article 5: The General Meeting of Shareholders approves the authorization for the Company's Board of Directors to select a company from the List of Approved Auditing Firms for Public Interest Entities in the Securities Sector in 2026 to audit the Company's 2026 Financial Statements.

Article 6: Approve the profit distribution plan for 2025 as outlined in Proposal No. 77/2026/TTr-HDQT dated 01/04/2026 of the Company's Board of Directors with the following main points:

1. Profit according to audited combined financial statements 2025

- Profit after corporate income tax 2025: VND- 77.448.434.356
- Undistributed after-tax profits accumulated as of December 31, 2025: VND - 617.259.530.089

2. Profit distribution

As the Company is still in the investment stage and has not yet commenced business operations, it has not generated any revenue, and the accumulated undistributed after-tax profit as of December 31, 2025 was negative VND 617,259,530,089. Therefore, the Company will not distribute profits for 2025.

Article 7: Approve the settlement of remuneration for the Board of Directors and Supervisory Board in 2025 and the plan for paying remuneration to the Board of Directors and Supervisory Board in 2026 as stated in Proposal No. 78/2026/TTr-HDQT dated 01/04/2026 of the Company's Board of Directors with the following main points:

1. Settlement of remuneration payments for the Board of Directors and Supervisory Board in 2025

- Remuneration of the Board of Directors: VND 594,832,000/year

- Remuneration for the BOS:	VND 119,200,000/year
Total:	VND 714,032,000/year.

2. Plan for Payment of Remuneration to the BOD and the BOS in 2026

- Chairman of the BOD: VND 15,000,000/month
- Member of the BOD: VND 10,000,000/month
- Head of the BOS: VND 3,000,000/month
- Member of the Board of Supervisors: VND 2,000,000/month

Article 8: Approve the results of transactions in 2025 and approve the plan for transactions in 2026 between the Company and related parties as stated in Proposal No. 79/2026/TTr-HDQT dated 01/04/2026 of the Company's Board of Directors with the following main points:

1. Approval of the results of transactions between the Company and Vinaconex Corporation and/or its member companies and major shareholders in 2025 as set out in Appendix 01 attached to this Resolution.

2. The General Meeting of Shareholders approves future contracts and transactions between the Company and Related Parties in compliance with Article 167 of the Law on Enterprises 2020 and Article 293 of Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities, with the following principal contents:

Contracting Party with the Company	Major shareholder or another related person in accordance with applicable laws, depending on the time the transaction is carried out.
Type of Contract	Loan agreements or other capital-raising agreements in compliance with applicable laws
Contract Value	The aggregate value of the agreements is approximately VND 3,000 billion, to be disbursed from time to time based on the Company's capital needs.
Interest Rate	Not exceeding the borrowing interest rate applicable to loans obtained by the Company from credit institutions with the same term and at the time of disbursement.
Loan Term	Up to 3 years from the date of signing the agreement.
Collateral	Secured by the Company's assets and property rights, and the Cai Gia Project.

Purpose of the Loan	Payment of due liabilities and financing the business operation needs of the Company and the Cai Gia Project.
Other Conditions	The terms and conditions of the loan agreements with Related Persons shall not be less favorable than those of the Company's existing loans.

3. The General Meeting of Shareholders authorizes the Company's Board of Directors to decide on the specific terms and conditions of the contracts and transactions mentioned in item 2 above, including the amendment, supplementation, termination, and replacement of such contracts and transactions.

Article 09: Approve the amendment to the Company's name and changes to its business lines as stated in Proposal No. 80/2026/TTr-HDQT dated 01/04/2026 of the Company's Board of Directors with the following main points:

1. Amendment to the company's name

1.1 Current Company Name

- Vietnamese name: CÔNG TY CỔ PHẦN ĐẦU TƯ VÀ PHÁT TRIỂN DU LỊCH VINACONEX

- Foreign name: VINACONEX INVESTMENT AND TOURISM DEVELOPMENT JOINT STOCK COMPANY

- Abbreviation: VINACONEX-ITC., JSC

- Email: vitc@vinaconexitc.com.vn;

- Website: www.vinaconexitc.com.vn

1. 2. Proposed name after revision

- Vietnamese name: CÔNG TY CỔ PHẦN ĐẦU TƯ VÀ PHÁT TRIỂN DU LỊCH ITC

- Foreign language name: ITC INVESTMENT AND TOURISM DEVELOPMENT JOINT STOCK COMPANY

- Abbreviated name: ITC DEVELOPMENT., JSC

- Email: info@itcdevelopment.com.vn

- Website: www.itcdevelopment.com.vn

2. Changes to business lines

2.1 Removal of the following business lines

No.	Name of Business Line to be Removed from the Registered List	Business Line Code
1.	Wholesale of solid, liquid and gaseous fuels and related products	4661
2.	Wholesale of metals and metal ores	4662
3.	Cutting, shaping and finishing of stone	2396
4.	Travel agency activities	7911
5.	Washing and dry-cleaning of textile and fur products	9620
6.	Real estate consultancy, brokerage and auction; auction of land use rights Details: Real estate auction services; real estate management, consultancy and advertising services; Real estate brokerage, valuation and trading floor services;	6820
7.	Management consultancy activities Details: Management and operation of shopping centers, supermarkets, urban areas, industrial parks, high-tech parks and export processing zones;	7020
8.	Short-term accommodation activities Details: Hotel business (excluding bar, karaoke and discotheque services); guesthouses and inns providing short-term accommodation services;	5510
9.	Other amusement and recreation activities not elsewhere classified Details: Entertainment services business (excluding bar, karaoke and discotheque services, and the Company may only conduct such business upon approval by the competent State authority);	9329
10.	Retail sale of other new goods in specialized stores Details: Retail sale of souvenirs, wickerwork products and handicrafts in specialized stores;	4773

11.	Hairdressing, beauty treatment and shampooing services	9631
12.	Mining of other non-ferrous metal ores	0722
13.	Wholesale of construction materials and other installation supplies Details: Trading in construction materials; Trading in materials and equipment serving surveying, design and construction activities;	4663
14.	Propagation and nursing of annual plant seedlings	0131
15.	Propagation and nursing of perennial plant seedlings	0132
16.	Reservation services and other support services related to the promotion and organization of tours	7990

2.2 Addition of the Following Business Lines:

No.	Name of business line to be added	Business Line Code
1.	Wholesale of solid, liquid and gaseous fuels and related products	4671
2.	Wholesale of metals and metal ores	4672
3.	Cutting, shaping and finishing of stone	2396
4.	Travel agency services	7911
5.	Washing and dry-cleaning of textile and fur products	9610
6.	Intermediary services for real estate activities Details: Real estate trading floor services; real estate brokerage services	6821
7.	Other real estate activities on a fee or contract basis	6829

	Details: Real estate consultancy services (excluding legal consultancy); real estate management services; real estate valuation services	
8.	Business management consultancy and other management consultancy activities	7020
9.	Hotels and similar accommodation services	5510
10.	Other amusement and recreation activities	9329
11.	Retail sale of other new goods (excluding automobiles, motorcycles, motorbikes and related spare parts) Details: Retail sale of souvenirs, wickerwork products and handicrafts	4773
12.	Hairdressing services	9621
13.	Mining of other non-ferrous metal ores	0729
14.	Wholesale of construction materials and other installation supplies	4673
15.	Propagation and nursing of agricultural seedlings	0131
16.	Other tourism-related activities	7990

3. The General Meeting of Shareholders authorizes the Board of Directors to proactively decide on the timing for implementing procedures to change the Company's name and business lines in accordance with the Company's actual circumstances.

Article 10: Approve the amendment and supplementation of the Company's charter as stated in Proposal No. 81/2026/TTr-HDQT dated 01/04/2026 of the Company's Board of Directors with the following main points:

1. Approval of amendments and supplements to the contents presented in the appendix attached to this proposal of the Board of Directors.

2. The General Director, as the legal representative of the Company, is authorized to sign and issue the Company's 2026 Charter after it has been approved by the General Meeting of Shareholders, and to disclose information in accordance with the law.

Article 11: Approve the assignment and authorization to the Board of Directors to implement business activities in 2026 as stated in Proposal No. 82/2026/TTr-HDQT dated 01/04/2026 of the Company's Board of Directors.

Article 12: Enforcement Clause

This Resolution takes effect from April 24, 2026.

The General Meeting of Shareholders assigns the Board of Directors, the General Management Board, and the Supervisory Board of the Company to implement the contents of this Resolution.

This Resolution was adopted in full by the Annual General Meeting of Shareholders of the Company on April 24, 2026.

Recipients:

- The State Securities Commission (for report);
- The Hanoi Stock Exchange (for report);
- Board of Directors, General Director's Office, Supervisory Board (for implementation);
- Company's functional departments (for implementation);
- Human Resources Department (for information dissemination);
- Post on the Company Website (instead of a notice);
- Archived by: Corporate Governance Officer, Legal Department.

**ON BEHALF OF THE GENERAL
MEETING OF SHAREHOLDERS
CHAIRMAN OF THE MEETING**



Tran Van Chien

11/04/2026

**APPENDIX 01 - RESULTS OF TRANSACTIONS BETWEEN THE COMPANY
AND RELATED PARTIES IN 2025**

(Attached to Proposal No. 79/2026/TTr-HĐQT, dated 01/04/2026)

<i>No</i>	<i>Name of organization/individual</i>	<i>Relevant relationship of the Company</i>	<i>Content, volume, and total transaction value</i>
1	<i>Vietnam Construction And Import-Export Joint Stock Corporation</i>	<i>Has been Parent company since 31/3/2022</i>	<p><i>1. Service purchase costs: 55.600.000 VND.</i></p> <p><i>2. Interest expenses: 11.666.030.971 VND.</i></p> <p><i>3. Related parties: 373.579.679.343 VND</i></p> <p><i>4. Completed construction volume: 53.244.937.918 VND.</i></p> <p><i>Total: 438.546.248.232 VND.</i></p>
2	<i>Công ty TNHH MTV Vinaconex Xây dựng Vinaconex Construction One Member Company limited</i>	<i>A subsidiary of Vietnam Construction and Import-Export Joint Stock Corporation (Vinaconex)</i>	<i>Completed construction volume: 2.942.235.930 VND.</i>
3	<i>Vinaconex Investment One Member Company limited</i>	<i>A subsidiary of Vietnam Construction and Import-Export Joint Stock Corporation (Vinaconex)</i>	<i>Office rental costs: 1.766.291.436 VND.</i>
4	<i>Vinaconex Architecture and Interior Joint Stock Company</i>	<i>An affiliated company of major shareholder (VCG), a</i>	<i>Cost of construction, renovation, and repair of the office: 48.770.102 VND</i>

		<i>related party of an insider</i>	
5	<i>Vinaconex Trading Development Joint Stock Company</i>	<i>An affiliated company of major shareholder (VCG), a related party of an insider</i>	<i>Service purchase costs: 110.609.002 VND.</i>
6	<i>Khu Đông - Phu Quoc Limited Liability Company”</i>	<i>Major shareholder</i>	1. <i>Loan contract:</i> 24.200.000.000 VND 2. <i>Interest expenses:</i> 181.890.410 VND <i>Total: 24.381.890.410 VND</i>

