

No.: 11/TTr-DIC No2-HĐQT

Vung Tau, April 29, 2025

PROPOSAL

Re: Report on the value of related-party transactions between Development Investment Construction Number 2 Joint Stock Company and Development Investment Construction Corporation (DIC Group) in 2024; Request for authorization to enter into contracts with DIC Group, internal persons, and related persons in 2025.

**To: The 2025 Annual General Meeting of Shareholders
Development Investment Construction Number 2 JSC**

Pursuant to:

- Article 167 of the Law on Enterprises No. 59/2020/QH14 passed by the 14th National Assembly of the Socialist Republic of Vietnam at its 9th session on June 17, 2020;
- Article 293 of Decree No. 155/2020/ND-CP dated December 31, 2020, regarding "Transactions with shareholders, business managers, and their related persons" applicable to public companies;
- The Charter on the organization and operation of Development Investment Construction Number 2 Joint Stock Company (DIC No. 2);

Currently, Development Investment Construction Corporation (DIC Group) is a shareholder holding 50.14% of the charter capital of the Company. In the Company's business operations, contracts with DIC Group, a related party, have arisen.

To comply with the provisions of the law and to ensure economic efficiency for the Company and shareholders, the Board of Directors reports to the General Meeting of Shareholders on the value of related transactions between DIC No. 2 and DIC Group in 2024 and submits for approval the intention to enter into related-party contracts with DIC Group in 2025, as follows:

1. Related-party transactions with DIC Group in 2024:

No.	Contract	Description	Contract value (VAT included)	Executed value with DIC Group in 2024

No.	Contract	Description	Contract value (VAT included)	Executed value with DIC Group in 2024
1.1	Contract No. 08/2022/DIC Group BQLDA MT dated 25/05/2022	Mass piling works for DIC Star Hau Giang Hotel	26,335,600,577	3,010,917,808
1.2	Contract No. 06/2023/HĐ-DIC Group-BQL MT dated 25/04/2023	Static pile testing for shophouse blocks – Subzone 2 of Vi Thanh Commercial Residential Project	2,223,789,910	2,155,314,223
1.3	Contract No. 07/2023/HĐ-DIC Group-BQL MT dated 25/04/2023	Mass piling works for shophouse blocks – Subzone 2 of Vi Thanh Commercial Residential Project	94,630,031,010	44,170,052,393
	Total		99,208,820,920	49,336,284,424

2. Expected contracts with DIC Group in 2025:

- General construction contracts for Cap Saint Jaques Project Phase 2 and 3 – estimated at VND 500 billion, construction of other packages worth VND 50 billion and real estate transfer contracts at projects where DIC Group is the main investor, totaling VND 100 billion, including:
 - + Substructure works for Phase 2 and 3 : VND 150 billion
 - + Superstructure works for Phase 2 and 3 : VND 150 billion
 - + Architectural works for Phase 2 and 3 : VND 200 billion
 - + Construction of other packages : VND 50 billion
 - + Contract for transfer of real estate at the project invested : VND 100 billion by DIC Group.

3. Expected contracts with internal persons and related persons in 2025:

- Contracts with Development Investment Construction – Concrete Joint Stock Company: Supply of ready-mixed concrete for projects, estimated at VND 50 billion
- Contracts with DIC Tourism Joint Stock Company: Use of utility services (electricity, water) and catering services for construction works, estimated at VND 300 million
- Contracts with Thien Quang Trading Development Joint Stock Company: Subcontractor for interior construction and building works, estimated at VND 30 billion
- Contracts with D2 Capital Joint Stock Company: Subcontractor for interior construction and building works, estimated at VND 20 billion

The actual transaction value will be reported and explained at the 2026 Annual General Meeting of Shareholders.



4. Authorization to the Chairman of the Board of Directors – the legal representative of the Company:

- 4.1. Decide on the specific terms and conditions of the transactions and construction contracts; agreements and documents related to the transactions, including negotiation of amendments, supplements, termination, and replacements of such transactions/contracts (if any).
- 4.2. Sign and execute the transactions/contracts, agreements, and related documents, including negotiation of amendments, supplements, termination, and replacements of such transactions/contracts (if any).

Respectfully submitted to the General Meeting of Shareholders for consideration and approval.

Respectfully submitted!

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

Recipients:

- As addressed;
- Archive



Phạm Đức Dũng

