



DEVELOPMENT INVESTMENT CONSTRUCTION NUMBER 2 JOINT STOCK COMPANY

Address : No. 5, Street No. 6, Chi Linh Urban Area, Thang Nhat Ward, Vung Tau City.
Telephone : (84-254) 3.613944 Fax : (84-254)3.584864 – 3.616365
Website : <http://www.dic2.vn>; Email: infor@dic2.vn

DIC GROUP
DEVELOPMENT INVESTMENT
CONSTRUCTION NUMBER 2 JSC

No. : 02/BB-ĐHĐCĐ

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SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness

Vung Tau, April 29, 2025



MINUTES

**THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS
DEVELOPMENT INVESTMENT CONSTRUCTION NUMBER 2 JSC**

Today, at 13:30 on April 29, 2024, the 2025 Annual General Meeting of Shareholders of Development Investment Construction Number 2 Joint Stock Company was held at No. 5, Street No. 6, Chi Linh Urban Area, Thang Nhat Ward, Vung Tau City, Ba Ria – Vung Tau Province.

PROCEEDINGS – CONTENT OF THE MEETING

1. Ms. Vuong Thanh Hai, representing the Board of Supervisors:

Presented the minutes of shareholder eligibility verification with the following details:
The total number of shareholders convened for the meeting was 523 shareholders, holding a total of 10,975,650 shares *(based on the list of shareholders eligible to attend the 2025 Annual General Meeting of Shareholders, with the record date being March 18, 2025, as provided by the Vietnam Securities Depository and Clearing Corporation – VSDC)*.

Details are as follows:

- The number of shareholders and authorized representatives validly present at the opening of the meeting was shareholders, representing shares with voting rights, accounting for 78.16% of the charter capital.
- The number of absent shareholders was shareholders, representing shares with voting rights, accounting for% of the charter capital.

2. Mr. Nguyen Van Minh – Head of the Organizing Committee:

- Presented the agenda of the General Meeting; presented the Meeting Regulations and requested a vote for approval (Regulations attached).



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- Announced the purpose of the meeting, introduced the attending delegates, and presented the personnel for the Presidium, the Secretariat, and the Vote Counting Committee, followed by a request for approval by vote.

- **The Presidium presiding over the General Meeting consists of:**

- Mr. Pham Duc Dung – Chairman of the Board of Directors / Chairperson
- Mr. Le Hai Chau – Member of the Board of Directors

- **The Secretariat of the General Meeting consists of:**

- Ms. Pham Thi Nhung – Head of Secretariat
- Ms. Phan Kim Ngan – Member

- **The Vote Counting Committee consists of:**

- Ms. Pham Thi Thu Hang – Head of Committee
- Ms. Hoang Thi Nho – Member
- Ms. Pham Bich Ngoc – Member

3. Mr. Pham Duc Dung – Chairman of the Board of Directors:

*** Reported to the General Meeting:**

- Report on the activities of the Board of Directors in 2024 and the plan for 2025.
- Report on the results of the private placement of shares in 2024, the report on changes in the use of capital, and the report on the use of proceeds from the share offering.
- Proposal on the Regulation on the operation of the Board of Directors (attached regulations).

4. Ms. Pham Thi Hong Bich – Head of the Board of Supervisors presented:

- Report to the General Meeting on the activities of the Board of Supervisors in 2024 and the plan for 2025.
- Proposal on the selection of the auditing firm for the 2025 financial statements.

5. Mr. Vu Gia Tan – General Director of the Company presented:

- Report on the activities of the Board of Management in 2024 and directions and tasks for 2025.
- Proposal on the 2024 business results and the 2025 business plan:

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| No. | Indicator | Unit | Actual 2024 | Plan 2025 | Growth (%) |
|-----|--------------------------------|-------------|-------------|-----------|------------|
| 1 | Production Value | VND Million | 256,306 | 258,000 | 0.66 |
| 2 | Net Revenue | VND Million | 250,229 | 252,000 | 0.71 |
| 3 | Profit Before Tax | VND Million | 8,276 | 8,690 | 0.5 |
| 4 | Profit After Tax | VND Million | 5,573 | 5,596 | 0.40 |
| 5 | Charter Capital | VND Million | 109,756 | 113,049 | 3 |
| 6 | Dividend Rate | % | 5 | 5 | 0 |
| 7 | Investment in Assets and Tools | VND Million | 3,270 | 15,000 | 358.72 |

- Proposal on investment plan for tools, equipment, and fixed assets for 2025.

6. Mr. Tran Van Chung – Deputy General Director / Chief Accountant presented the following submissions:

- Proposal on the approval of the audited financial statements for the year 2024.
- Proposal on the distribution of 2024 after-tax profits and the bonus plan for the Board of Directors and the Board of Management in 2025 for exceeding performance targets.
- Proposal on the issuance of shares for 2024 dividend payment.

7. Mr. Le Hai Chau – Member of the Board of Directors presented the following submissions:

- Report of the independent member of the Board of Directors.
- Proposal on the capital raising plan for 2025 and asset borrowing plan to secure bank loan collateral for 2025.
- Proposal on finalization of remuneration payments for the Board of Directors and the Board of Supervisors in 2024 and the remuneration plan for 2025.

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- Proposal on the 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.

8. The Presidium: Presided over the discussion session at the General Meeting:

- Shareholders' opinions:

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- Response:

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9. Mr. Pham Duc Dung – Chairperson of the Meeting: Requested the General Meeting of Shareholders to vote on the contents that were reported and presented during the meeting, including all submissions and agenda items as follows:

VOTING RESULTS APPROVED AT THE GENERAL MEETING

1. The Report on the activities of the Board of Directors in 2024 and the plan for 2025.
Approved by voting:
 - a. The number of shareholders and shareholder representatives in agreement is ... shareholders, representing ... shares, accounting for ...% of the total voting shares attending the General Meeting.



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- b. The number of shareholders and shareholder representatives not in agreement is ... shareholders, representing ... shares, accounting for ...% of the total voting shares attending the General Meeting.

2. The report on the results of the private placement of shares in 2024, the report on changes in the use of capital, and the report on the use of proceeds from the share offering.

Approved by voting:

- a. The number of shareholders and shareholder representatives in agreement is ... shareholders, representing ... shares, accounting for ...% of the total voting shares attending the General Meeting.
- b. The number of shareholders and shareholder representatives not in agreement is ... shareholders, representing ... shares, accounting for ...% of the total voting shares attending the General Meeting.

3. Proposal No. /TTr-DIC No2-BOD dated April 29, 2025 regarding the Regulations on the operation of the Board of Directors.

Approved by voting:

- a. The number of shareholders and shareholder representatives in agreement is ... shareholders, representing ... shares, accounting for ...% of the total voting shares attending the General Meeting.
- b. The number of shareholders and shareholder representatives not in agreement is ... shareholders, representing ... shares, accounting for ...% of the total voting shares attending the General Meeting.

4. The Report on the activities of the Board of Supervisors in 2024 and the plan for 2025.

Approved by voting:

- a. The number of shareholders and shareholder representatives in agreement is ... shareholders, representing ... shares, accounting for ...% of the total voting shares attending the General Meeting.
- b. The number of shareholders and shareholder representatives not in agreement is ... shareholders, representing ... shares, accounting for ...% of the total voting shares attending the General Meeting.

5. Proposal No. /TTr-DIC No2-BOD dated April 29, 2025 regarding the selection of the auditing firm for the 2025 financial statements.

Approved by voting:

- a. The number of shareholders and shareholder representatives in agreement is ... shareholders, representing ... shares, accounting for ...% of the total voting shares attending the General Meeting.



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- b. The number of shareholders and shareholder representatives not in agreement is ... shareholders, representing ... shares, accounting for ...% of the total voting shares attending the General Meeting.
6. The Report on the activities of the Board of Management in 2024 and directions and tasks for 2025.
Approved by voting:
- a. The number of shareholders and shareholder representatives in agreement is ... shareholders, representing ... shares, accounting for ...% of the total voting shares attending the General Meeting.
- b. The number of shareholders and shareholder representatives not in agreement is ... shareholders, representing ... shares, accounting for ...% of the total voting shares attending the General Meeting.
7. Proposal No. /TTr-DIC No2-BOD dated April 29, 2025 regarding the 2024 business results and the 2025 business plan:
Approved by voting:
- a. The number of shareholders and shareholder representatives in agreement is ... shareholders, representing ... shares, accounting for ...% of the total voting shares attending the General Meeting.
- b. The number of shareholders and shareholder representatives not in agreement is ... shareholders, representing ... shares, accounting for ...% of the total voting shares attending the General Meeting.
8. Proposal No. /TTr-DIC No2-BOD dated April 29, 2025 regarding the investment plan for tools, equipment, and fixed assets for 2025:
Approved by voting:
- a. The number of shareholders and shareholder representatives in agreement is ... shareholders, representing ... shares, accounting for ...% of the total voting shares attending the General Meeting.
- b. The number of shareholders and shareholder representatives not in agreement is ... shareholders, representing ... shares, accounting for ...% of the total voting shares attending the General Meeting.
9. Proposal No. /TTr-DIC No2-HĐQT dated April 29, 2025 regarding the approval of the audited financial statements for the year 2024:
Approved by voting:
- a. The number of shareholders and shareholder representatives in agreement is ... shareholders, representing ... shares, accounting for ...% of the total voting shares attending the General Meeting.
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- b. The number of shareholders and shareholder representatives not in agreement is ... shareholders, representing ... shares, accounting for ...% of the total voting shares attending the General Meeting.
10. Proposal No. /TTr-DIC No2-HĐQT dated April 29, 2025 regarding the distribution of 2024 after-tax profits and the bonus plan for the Board of Directors and the Board of Management in 2025 for exceeding performance target:
Approved by voting:
- a. The number of shareholders and shareholder representatives in agreement is ... shareholders, representing ... shares, accounting for ...% of the total voting shares attending the General Meeting.
- b. The number of shareholders and shareholder representatives not in agreement is ... shareholders, representing ... shares, accounting for ...% of the total voting shares attending the General Meeting.
11. Proposal No. /TTr-DIC2-BOD dated April 29, 2025 regarding the issuance of shares for 2024 dividend payment.
Approved by voting:
- a. The number of shareholders and shareholder representatives in agreement is ... shareholders, representing ... shares, accounting for ...% of the total voting shares attending the General Meeting.
- b. The number of shareholders and shareholder representatives not in agreement is ... shareholders, representing ... shares, accounting for ...% of the total voting shares attending the General Meeting.
12. The report of the independent member of the Board of Directors:
Approved by voting:
- a. The number of shareholders and shareholder representatives in agreement is ... shareholders, representing ... shares, accounting for ...% of the total voting shares attending the General Meeting.
- b. The number of shareholders and shareholder representatives not in agreement is ... shareholders, representing ... shares, accounting for ...% of the total voting shares attending the General Meeting.
13. Proposal No. /TTr-DIC No2-BOD dated April 29, 2025 regarding the capital raising plan for 2025 and asset borrowing plan to secure bank loan collateral for 2025:
Approved by voting:
- a. The number of shareholders and shareholder representatives in agreement is ... shareholders, representing ... shares, accounting for ...% of the total voting shares attending the General Meeting.

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- b. The number of shareholders and shareholder representatives not in agreement is ... shareholders, representing ... shares, accounting for ...% of the total voting shares attending the General Meeting.
14. Proposal No. .../TTr-DIC No2-BOD dated April 29, 2025 regarding the finalization of remuneration payments for the Board of Directors and the Board of Supervisors in 2024 and the remuneration plan for 2025:

Approved by voting:

- a. The number of shareholders and shareholder representatives in agreement is ... shareholders, representing ... shares, accounting for ...% of the total voting shares attending the General Meeting.
- b. The number of shareholders and shareholder representatives not in agreement is ... shareholders, representing ... shares, accounting for ...% of the total voting shares attending the General Meeting.
15. Proposal No. .../TTr-DIC No2-BOD dated April 29, 2025 regarding: 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.

Approved by voting:

- 15.1 Related-party transactions with DIC Group in 2024 and authorization for the Chairman of the Board of Directors to sign contracts with DIC Group (the parent company) in 2025.
- a. The number of shareholders and shareholder representatives in agreement is ... shareholders, representing ... shares, accounting for ...% of the total voting shares attending the General Meeting.
- b. The number of shareholders and shareholder representatives not in agreement is ... shareholders, representing ... shares, accounting for ...% of the total voting shares attending the General Meeting.

Excluding the votes of DIC Group (the parent company)

- a1. The number of shareholders and shareholder representatives in agreement is ... shareholders, representing ... shares, accounting for ...% of the total voting shares attending the General Meeting.
- b1. The number of shareholders and shareholder representatives not in agreement is 0 shareholders, representing 0 shares, accounting for 0% of the total voting shares attending the General Meeting.
- 15.2 Signing a transaction contract with Development Investment Construction – Concrete Joint Stock Company: a company affiliated with DIC Group



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- a. The number of shareholders and shareholder representatives in agreement is ... shareholders, representing ... shares, accounting for ...% of the total voting shares attending the General Meeting.
- b. The number of shareholders and shareholder representatives not in agreement is ... shareholders, representing ... shares, accounting for ...% of the total voting shares attending the General Meeting.

Excluding the votes of DIC Group and investors with related interests

- a1. The number of shareholders and shareholder representatives in agreement is ... shareholders, representing ... shares, accounting for ...% of the total voting shares attending the General Meeting.
- b1. The number of shareholders and shareholder representatives not in agreement is 0 shareholders, representing 0 shares, accounting for 0% of the total voting shares attending the General Meeting.

15.3 Signing a transaction contract with DIC Tourism Company Limited: a company affiliated with DIC Group

- a. The number of shareholders and shareholder representatives in agreement is ... shareholders, representing ... shares, accounting for ...% of the total voting shares attending the General Meeting.
- b. The number of shareholders and shareholder representatives not in agreement is ... shareholders, representing ... shares, accounting for ...% of the total voting shares attending the General Meeting.

Excluding the votes of DIC Group and investors with related interests

- a1. The number of shareholders and shareholder representatives in agreement is ... shareholders, representing ... shares, accounting for ...% of the total voting shares attending the General Meeting.
- b1. The number of shareholders and shareholder representatives not in agreement is 0 shareholders, representing 0 shares, accounting for 0% of the total voting shares attending the General Meeting.

15.4 Signing a transaction contract with Thien Quang Trading Development Joint Stock Company: a company affiliated with DIC Group

- a. The number of shareholders and shareholder representatives in agreement is ... shareholders, representing ... shares, accounting for ...% of the total voting shares attending the General Meeting.
- b. The number of shareholders and shareholder representatives not in agreement is ... shareholders, representing ... shares, accounting for ...% of the total voting shares attending the General Meeting.

Excluding the votes of DIC Group and investors with related interests

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- a1. The number of shareholders and shareholder representatives in agreement is ... shareholders, representing ... shares, accounting for ...% of the total voting shares attending the General Meeting.
 - b1. The number of shareholders and shareholder representatives not in agreement is 0 shareholders, representing 0 shares, accounting for 0% of the total voting shares attending the General Meeting.
- 15.5 Signing a transaction contract with D2 Capital Joint Stock Company: a major shareholder.
- a. The number of shareholders and shareholder representatives in agreement is ... shareholders, representing ... shares, accounting for ...% of the total voting shares attending the General Meeting.
 - b. The number of shareholders and shareholder representatives not in agreement is ... shareholders, representing ... shares, accounting for ...% of the total voting shares attending the General Meeting.
- Excluding the votes of D2 Capital Joint Stock Company and investors with related interests*
- a1. The number of shareholders and shareholder representatives in agreement is ... shareholders, representing ... shares, accounting for ...% of the total voting shares attending the General Meeting.
 - b1. The number of shareholders and shareholder representatives not in agreement is 0 shareholders, representing 0 shares, accounting for 0% of the total voting shares attending the General Meeting.
- 10. Approval of the Minutes and Resolution of the General Meeting of Shareholders:**
- The representative of the Secretariat read the Minutes and the draft Resolution of the 2025 Annual General Meeting of Shareholders dated April 29, 2025, which were unanimously approved by the General Meeting:
- Approved by voting:**
- a. The number of shareholders and shareholder representatives in agreement is ... shareholders, representing ... shares, accounting for ...% of the total voting shares attending the General Meeting.
 - b. The number of shareholders and shareholder representatives not in agreement is ... shareholders, representing ... shares, accounting for ...% of the total voting shares attending the General Meeting.

The General Meeting concluded at ... hours ... minutes on the same day. The Minutes of the Meeting consist of ... pages and were prepared in one original copy to be kept at the Company's office. Copies were distributed to shareholders and relevant authorities, holding legal validity and considered as original documents. The Minutes were sent to all shareholders



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with voting rights of Development Investment Construction Number 2 Joint Stock Company (DIC No.2) via public disclosure channels and the Company's website: www.dic2.vn

**REPRESENTATIVE OF THE
SECRETARIAT OF SHAREHOLDERS**

HEAD OF THE SECRETARIAT

**ON BEHALF OF THE GENERAL
MEETING**

CHAIRMAN OF THE MEETING

PHAM THI NHUNG

PHAM DUC DUNG

