

PROPOSAL TO THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS

“Re: Share issuance plans to increase DIC Group’s charter capital in 2025”.

To: Annual General Meeting of Shareholders (AGM)

Pursuant to:

- Law on Enterprise No. 59/2020/QH14 dated June 17, 2020 and guiding documents.
- Law on Securities No. 54/2019/QH14 dated November 26, 2019 and guiding documents.
- Law No. 56/2024/QH15 dated November 29, 2024 on 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.
- Decree No. 155/2020/NĐ-CP dated December 31, 2020 on detailing the implementation of a number of articles of the Law on Securities and guiding documents.
- Charter on Organization and Operation of Development Investment Construction J.S.C (DIC Group).
- Business and investment plan of DIC Group in 2025.

The Board of Directors (BOD) respectfully submits to the AGM for approval share issuance plans, including: (i) Share issuance to pay 2024 dividend (ii) Public offering plan for additional shares to existing shareholders, as follows:

A. SUMMARY OF CHARTER CAPITAL INCREASE PLAN IN 2025

1. Re-issuance information:

- Name of the issuer: Development Investment Construction J.S.C.
- Name of shares: Shares of Development Investment Construction J.S.C.
- Type of shares: Ordinary shares
- Par value: VND 10,000/share.
- Stock symbol: DIG.
- Trading exchange: HOSE.



- Current charter capital: VND 6,098,519,950,000.
 - Number of issued shares: 609,851,995 shares.
 - Number of treasury shares: 0 shares.
 - Number of outstanding shares: 609,851,995 shares.
 - Number of shares before issuance: 609,851,995 shares.
- 2. Total number of shares expected to be issued: 186,591,119 shares.**
- Offer shares to existing shareholders by exercising rights to buy shares: 200,000,000 shares.
 - Share issuance to pay 2024 dividend: 36,591,119 shares.
 - Offer shares to existing shareholders by exercising rights to buy shares: 150,000,000 shares.
- 3. Expected after-issuance information:**
- Number of treasury shares: 0 share.
 - Number of expected outstanding shares: 796,443,114 shares.
 - Expected charter capital after the issuance: VND 7,964,431,140,000.

B. SHARE ISSUANCE PLANS SUBMITTED FOR AGM'S APPROVAL

I. Share issuance plan to pay 2024 dividend

1. Number of shares expected to be offered: 36,591,119 shares.
2. Type of shares: Ordinary shares
3. Total value of shares expected to be offered at par value: VND 365,911,190,000
4. Issued subjects: All existing shareholders whose names are on the list of shareholders on the record date issued by Vietnam Securities Depository and Clearing Corporation (VSDC) are allocated rights to receive dividend.
5. Issuance method: exercising rights, the rights are not allowed to transfer.
6. Expected rate of exercising rights: 100:6 (01 share corresponds to 01 right. 100 rights will receive 6 new shares).
7. Rounding principles and plan for handling fractional shares: according to the detailed plan attached.
8. Sources of capital for the issuance: from the source of undistributed after –tax profit on December 31, 2024 in the audited 2024 financial statements.
9. Expected issuance time: in 2025. The BOD is assigned to decide the specific time after the State Securities Commission (SSC) approve the issuance.
10. The execution order of this issuance compared to other offerings/issuances approved by the AGM: Priority is given to executing this issuance before other share offerings/issuances. The AGM authorizes the BOD to adjust the order as necessary to align with actual circumstances.



11. Additional registration and listing: The issued shares will be additionally registered with VSDC and listed at Ho Chi Minh Stock Exchange (HoSE) in accordance with the provisions of law.
12. The AGM authorizes the BOD: according to the detailed plan attached.
Attached: Share issuance plan to pay 2024 dividend.

II. Public offering plan for additional shares to existing shareholders

1. Number of shares expected to be offered: Maximum 150,000,000 shares.
2. Type of shares: Ordinary shares
3. Total value of shares expected to be offered at par value: Maximum VND 1,500,000,000,000.
4. Total expected value: Maximum VND 1,800,000,000,000.
5. Price: VND 12,000/share
6. Issued subjects: All existing shareholders whose names are on the list of shareholders on the record date issued by Vietnam Securities Depository and Clearing Corporation (VSDC).
7. Offering method: Offering to existing shareholders through the exercise of subscription rights.
 - + Ratio of shares offered to total outstanding shares at the time of issuance planning: 24.596%.¹
 - + Expected subscription rights ratio for existing shareholders (based on the number of outstanding shares at the issuance planning date): 1,000:245.96.¹
8. The AGM authorizes the BOD to determine the rights exercise ratio based on the actual number of outstanding shares at the time of issuance.
9. Rounding principles: according to the detailed plan attached.
10. Plan for handling remaining undistributed shares (if any): according to the detailed plan attached.
11. Transfer restrictions: according to the detailed plan attached.
12. Plan for utilizing proceeds from the offering: according to the detailed plan attached.
13. Issuance time: Expected in Q3-4/2025.
14. The execution order of this issuance compared to other offerings/issuances approved by the AGM: After the share issuance to pay 2024 dividend. The AGM authorizes the BOD to adjust the order as necessary to align with actual circumstances.

¹ The BOD is concurrently submitting to the AGM the share issuance plan to pay 2024 dividend at a rate of 6%, with priority given to executing this issuance before other issuances. Accordingly, the percentage of shares to be offered relative to the total outstanding shares and the exercise ratio for existing shareholders will be subject to change depending on the actual number of outstanding shares at the time of execution.



15. The issued shares will be additionally registered with VSDC and listed at HoSE in accordance with the provisions of law.
16. The AGM authorizes the BOD: according to the detailed plan attached.
Attached: Public offering plan for additional shares to existing shareholders.

III. EXECUTION ORDER OF SHARE ISSUANCE/OFFERING

Share issuance/offering plans are expected to be implemented in the following order:

1. 1st: Share issuance to pay 2024 dividend.
2. 2nd: Public offering for additional shares to existing shareholders.

The AGM authorizes the BOD to implement the share offering/issuance plans in the proposed order above and to decide to change the issuance order if necessary.

IV. CHARTER CAPITAL INCREASE AFTER THE SHARE ISSUANCE/OFFERING

Approves of registering DIC Group's charter capital increase with State Agencies in accordance with the provisions of law and adjusting the company's charter capital in the Business Registration Certificate corresponding to the total share value (par value) actually issued after the share issuance/offering.

V. AUTHORIZATION:

The AGM authorizes the BOD to decide all issues related to the share issuances, including but not limited to following contents:

1. To decide share issuance time; determine the order of issuance; approve the share issuance registration dossier to be submitted to the State Securities Commission (SSC); and proceed with the issuance plans after receiving SSC approval.
2. To approve detailed share issuance plans, including supplementation, completion of the issuance plans' contents and/or issuance plan adjustment to ensure the success of the issuances or to implement according to State Agencies's opinions in accordance to the provisions of law and DIC Group's Charter (if any);
3. To approve detailed plans for capital use including amending and supplementing plans approved by the AGM or adjusting payment order, distributing proceeds for purposes of using capital, which is suitable for business activities and DIC Group's general development plan; build solution plans in case the proceeds are not enough as expected;
4. To approve plans to ensure the share issuances comply with the foreign ownership ratio rules;



5. To carry out necessary procedures related to share issuances, offering registers and issuance completion in accordance with regulations;
6. To carry out procedures to finalize lists of shareholders for the issuances;
7. For the plan to offer shares to existing shareholders: authorizes the BOD to decide to handle remaining undistributed shares (including decisions on a list of further distributed objects, offering prices and other related contents) and to end the offering.
8. To carry out procedures to adjust DIC Group's Business Registration Certificate, its Charter related to changes in charter capital after the issuance;
9. To prepare documents and to carry out necessary procedures for registering securities and listing issued shares;
10. To balance and use the proceeds as issuance purposes approved by the AGM and the BOD (as authorized) in accordance with DIC Group's business and investment activities. The AGM authorizes the BOD to approve changes in the plan for using capital after the issuance (including share issuance to existing shareholders and private placement) in need in accordance with the provisions of law and to report to the latest AGM on changes in capital use plan;
11. Other issues related to the issuances;
12. Upon specific cases, the BOD is allowed to authorize/assign to Permanent Vice Chairman or General Director to implement one or some specific task(s) mentioned above.

Respectfully submitted to the AGM for consideration and approval./.

Recipients:

- As above;
- BOD;
- BOM;
- Financial Dept.; Acc. Dept;
PD Dept.
- Archived: AD.

ON BEHALF OF THE BOD

CHAIRMAN



Nguyen Hung Cuong

(NOTICE: This Proposal is a translation of the Vietnamese language original for convenience purposes only, and in the event of any discrepancy, the Vietnamese language original shall prevail.)



PLAN ON THE SHARE ISSUANCE TO PAY DIVIDENDS IN 2024

(Attached Proposal No. 07 /TTr-DIC Group-HDQT dated 18 /04/2025 of the BOD).

I. ISSUER INFORMATION

1. Name of issuer: Development Investment Construction J.S.C (DIC Group).
2. Name of shares: Share of Development Investment Construction J.S.C.
3. Type of shares: Ordinary shares.
4. Par value: VND 10,000/ share.
5. Stock symbol: DIG.
6. Trading exchange: HOSE.
7. Total number of issued shares: 609,851,995 shares.
8. Number of treasury shares: 0 share.
9. Total number of outstanding shares: 609,851,995 shares.
10. Charter capital before the issuance: VND 6,098,519,950,000.

II. PLAN ON THE SHARE ISSUANCE TO PAY DIVIDENDS IN 2024

1. Expected number of issued shares to pay dividends in 2024: 36,591,119 shares.
2. Type of shares: Ordinary shares.
3. Total value of issued shares (at par value): VND 365,911,190,000.
4. Issuance target: Existing shareholders listed on the record date are entitled to receive share dividends.
5. Implementation method: Shareholders receiving share dividends will exercise their rights accordingly, and these rights are non-transferable.
6. Exercising ratio 100:6 (Each shareholder holding 1 share is entitled to 1 right, and 100 rights grant 6 new shares).
7. Rounding principles and handling of fractional shares: To ensure that the number of issued shares does not exceed the planned issuance volume, the number of shares each shareholder receives will be rounded down to the nearest



whole unit. Any fractional shares (if any) resulting from rounding down during the distribution to existing shareholders will be canceled.

Example: Shareholder A owns 110 shares on the record date for exercising rights. With an exercise ratio of 100:6, the number of share dividends allocated to Shareholder A is 6.6 shares. According to the rounding principle, the number of share dividends Shareholder A will receive is rounded down to 6 shares. The fractional 0.6 share will be canceled.

8. Issuance fund source: From undistributed after-tax profits as of December 31, 2024 based on the audited 2024 Financial Statements.

9. Dilution Risks

a. Risks of reference price dilution on the ex-dividend date

DIC Group's shares are listed on the Ho Chi Minh City Stock Exchange (HOSE) under the stock symbol DIG. Accordingly, on the ex-dividend date, the reference price of DIG shares will be adjusted based on the ratio of shares issued as dividends for 2024.

The method of calculating the adjusted price on the ex-dividend date is as follows:

$$P_{TC} = \frac{PR_{t-1}}{1 + I}$$

Including:

- + P_{TC} : Reference price of the stock on the ex-dividend date
- + PR_{t-1} : The closing price of the stock on the most recent trading day before the ex-dividend date
- + I : Dividend payout ratio for the year 2024.

For examples:

The assumptions are as follows:

- + *DIC Group finalizes shareholder list to issue dividend payments for 2024 to current shareholders.*
- + *The closing price per share on the day before ex-dividend date is 20,000 VND/share.*
- + *The dividend issuance ratio for 2024: 6%*

Thus, the reference price per share on ex-dividend date is:

$$P_{TC} = \frac{20.000}{1 + 6\%} = 18.687 \text{ VND/Share}$$

Note: DIC Group's share price might fluctuate and change at the record date for shareholders exercising purchase rights. The example mentioned above is



solely intended to illustrate the change in share price when issuing shares to pay dividends for existing shareholders in 2024.

b. Risks of Earnings Per Share (EPS) and Book value per share

The difference in the growth rate of profit and shareholders' equity of DIC Group will impact the EPS and BVPS indicators, as follows:

❖ Earnings per share

Formula for calculating EPS:

$$\text{EPS} = \frac{\text{Profit (or loss) after tax allocated to shareholders owning common shares (after adjustment for the allocation of the Incentive Fund, welfare, the Executive Board Incentive Fund)}}{\text{The average quantity of the rights of common shares in circulation within the year}}$$

After the issuance, if the growth rate of after-tax profit is lower than the growth rate of the average number of outstanding common shares during the year, the post-issuance EPS will decrease compared to the pre-issuance EPS.

❖ Book value per share (BVPS)

Formula for calculating BVPS:

$$\text{BVPS} = \frac{\text{Total shareholders' equity} - \text{Preferred equity}}{\text{Total outstanding common shares}}$$

As of December 31, 2024, the book value per share, according to the 2024 consolidated financial statements, is VND 12,783 /share. Upon completion of the issuance, the book value per share will decrease in proportion to the increase in the total number of shares issues.

Depending on the stock market conditions at the time of issuance, DIC Group's business performance, and the actual issuance results, etc., the risks of share dilution, as mentioned above, might occur at varying levels and have either direct or indirect impacts on the interests of shareholders.

10. Expected issuance time: Expected in 2025, with the specific time to be determined by the BOD after being approved by the State Securities Commission.
11. Additional Registration and Listing: Newly issued shares will be additionally registered with VSDC and listed on HOSE in accordance with legal regulations.
12. Order of execution of the issuance compared to other offerings/issuances approved by the AGM: Prioritizing the execution of the other offerings and



issuances. The AGM authorizes the BOD to adjust the order of other issuances as necessary to align with actual conditions.

13. Approving the registration of charter capital increase with the competent state authorities in accordance with legal regulations and adjusting the charter capital in DIC Group's Business Registration Certificate to reflect the total value of shares (at par value) of successfully issued shares after the completion of the issuance rounds.

III. AUTHORIZATION FOR THE BOD:

The AGM authorizes the BOD to decide on all matters related to the share issuance to pay dividends in 2024 including but not limited to the contents as follows:

1. Determining the time to implement the share issuance plan to pay dividends in 2024, deciding on the sequence, execution with other offering/issuance rounds (as approved by the AGM); approving the share issuance registration documents to be submitted to the State Securities Commission; implementing the issuance plan after receiving approval from the State Securities Commission.
2. Approving the detailed share issuance plan, including supplementing, finalizing its content and/or adjusting the plan to ensure a successful issuance or comply with the opinions of competent state authorities, in accordance with legal regulations and DIC Group's Charter (if any).
3. Implementing necessary procedures for implementing the share issuance plan, registering the issuance, and completing the issuance in accordance with regulations.
4. Implementing procedures for finalizing the list of shareholders for the issuance process.
5. Implementing procedures for amending the Business Registration Certificate and DIC Group's Charter on Organization and Operation related to the change in charter capital after the completion of the share issuance.
6. Preparing documents, implementing necessary procedures and tasks for securities registration and additional listing registration after the completion of the issuance.
7. Approving documents and other related materials for the shares issuance; deciding on other matters related to the share issuance.
8. Depending on specific circumstances, the BOD is authorized/ assigns the



Vung Tau, April 18, 2025

PLAN TO OFFER SHARES TO EXISTING SHAREHOLDERS

(the BOD's Proposal to the AGM No.07/TTr-DIC Group-BOD dated 18 /04 /2025 attached)

I. ISSUER INFORMATION

1. Name of the issuer: Development Investment Construction JSC. (DIC Group)
2. Name of shares: Shares of Development Investment Construction JSC.
3. Type of shares: Ordinary shares
4. Par value: VND 10,000/share.
5. Stock symbol: DIG.
6. Stock exchange: HOSE.
7. Total number of issued shares: 609,851,995 shares.
8. Number of treasury shares: 0 shares.
9. Total number of outstanding shares: 609,851,995 shares.
10. Charter capital before the issuance: VND 6,098,519,950,000.

II. DETAILED PLAN TO OFFER SHARES TO EXISTING SHAREHOLDERS

1. Number of shares expected to be offered: 150,000,000 shares.
2. Type of shares: Ordinary shares.
3. Total value of shares expected to be offered at par value: VND 1,500,000,000,000.
4. Total expected value: VND 1,800,000,000,000.
5. Price: VND 12,000/share
6. Issued subjects: All existing shareholders whose names are on the list of shareholders on the record date issued by Vietnam Securities Depository and Clearing Corporation (VSDC).
7. Offering method: Offer shares to existing shareholders by exercising rights to buy shares.
8. Ratio of shares offered to total outstanding shares at the time the proposal is prepared: 24.596%.
9. Expected rate of exercising rights: 1,000:245.96
The AGM authorizes the BOD to determine rate of exercising rights base on the actual outstanding shares at the issuance time.
10. Rounding principle: the number of shares issued are rounded down to the unit.



For example: Shareholder A owns 1.000 shares on the record date. With the exercise rate of 1.000: 245,96, the number of shares that Shareholder A is entitled to buy is 245,96 shares. According to the principle of rounding down to the unit, Shareholder A is entitled to buy 245 shares.

11. Rights transfer: The purchase right owner can transfer his right to another party (one or more people) upon an agreement. The purchase right can just be transferred 01 (one) time within a specified time. The transferred rights cannot be transferred to a third party.

12. Plan for handling remaining undistributed shares (if any):

The remaining undistributed shares include:

- The odd-lot shares after rounding down to the unit when calculating share numbers existing shareholders having purchase rights.
- The remaining shares were not fully subscribed (did not register, did not pay to by shares,...).
- The difference in the number of shares arising between the number of offering shares (150.000.000 shares) and the number of actual shares issued according to the ratio of exercising rights.

The AGM authorizes the BOD to distribute the remaining undistributed shares to other investors in a reasonable manner and on terms no more favorable than those first offered to existing shareholders. The shares will be restricted from transfer within 01 (one) year from the completion date. The distribution of the remaining shares is enforced in accordance with the provisions of Article 42 - Decree of the Government No. 155/2020/NĐ-CP dated December 31, 2020 and Article 195 of 2020 Enterprise Law.

The AGM authorizes the BOD to decide a list of investors and the remaining shares to be allocated to each investor based on the following specific criteria:

- DIC Group's employees.
- Or other organizations/individuals with enough financial capacity (not limited to DIC Group's shareholders).
- Share ownership ratio of foreign investors at DIC Group in accordance with the law.

13. Transfer restrictions:

- The shares are freely transferable.
- The remaining undistributed shares which are offered to other investors according to the BOD's decision will be restricted from transfer within 01 (one) year from the completion date.



14. Dilution risk

a. Risk of dilution of the reference price of shares on the ex-rights date

The shares of DIC Group are listed on the Ho Chi Minh City Stock Exchange (HOSE) with the stock symbol **DIG**. On the ex-rights date, if the offering price is lower than the closing price of the nearest trading day prior to the ex-rights date, the reference price of the shares will be adjusted according to the proportion of the additional DIG shares issued.

The method to calculate the adjusted price on the ex-rights date is as follows:

$$P_{TC} = \frac{PR_{t-1} + (I \times P_r)}{1 + I}$$

In which:

- + P_{TC} : The reference price of the shares on the ex-rights date.
- + PR_{t-1} : The closing price of the shares on the nearest trading day before the ex-rights date.
- + P_r : The offering price
- + I : The issuance price for existing shareholders.

Example:

Assumptions:

- + DIC Group finalizes the shareholder list to issue shares to existing shareholders.
- + The closing price of the shares on the trading day before the ex-rights date is 20,000 VND/share.
- + The issuance ratio for existing shareholders is 24.596%, and the offering price is 12,000 VND/share.

Thus, the reference price of the shares on the ex-rights date would be:

$$P_{tc} = \frac{20.000 + (24,596\% \times 12.000)}{1 + 24,596\%} = 18.420 \text{ VND/share}$$

Note: The share price of DIC Group may fluctuate and change on the record date for the exercise of rights. The example provided above is intended solely to demonstrate the change in share price when shares are diluted due to the additional issuance.

b. Risk of dilution in Earnings Per Share (EPS) and Book Value Per Share (BVPS)

The difference in the growth rate of profit and equity of DIC Group will impact the EPS as well as the book value per share, specifically as follows:

❖ Earnings Per Share (EPS):

The EPS formula is as follows:



$$\text{EPS} = \frac{\text{Net profit (or loss) after tax attributable to shareholders of common stock (after adjustments for the establishment of the Reward and Welfare Fund of the BOM)}}{\text{the weighted average number of outstanding common shares during the year.}}$$

After the offering, if the growth rate of net profit after tax is lower than the growth rate of the weighted average number of common shares outstanding in that year, the EPS post-offering will decrease compared to the pre-offering EPS.

❖ **Book value per share (BVPS)**

BVPS formula is as follows:

$$\text{BVPS} = \frac{\text{Total equity value} - \text{Non-controlling interest}}{\text{The total number of outstanding shares}}$$

As of December 31, 2024, the book value per share based on the audited consolidated financial statements for 2024 is VND 12,783 per share. Upon the completion of the offering, the book value per share will decrease proportionally to the increase in the number of shares after the offering.

Depending on the stock market conditions at the time of the offering, the business activities of DIC Group, the actual offering results, and other factors, the risks associated with share dilution, as mentioned above, may occur at varying levels and could have a direct or indirect impact on the interests of investors owning the shares.

c. Risk of Dilution of Ownership Ratio and Voting Rights:

The ownership ratio and voting rights of existing shareholders will be reduced compared to the record date for shareholders to exercise their rights to purchase shares in the event that shareholders decline the rights issue (partially or fully) or transfer their rights to purchase shares to others.

Depending on the stock market conditions at the time of the offering, the business activities of DIC Group, the actual results of the offering, and other factors, the risks associated with share dilution, as mentioned above, may occur at varying levels and could have a direct or indirect impact on the interests of investors owning shares.

15. Plan to the capital use from the issuance:

- Total amount of proceeds is expected to be a maximum of VND 1.800.000.000.000. The amount will be used as follows:



No	Purpose	Estimated amount of allocation (dong)	Estimated time of capital use
01	Redemption of the bond DIG12301	600,000,000,000	Quarter IV/2025 - Quarter I/2026
02	Supplement investment capital to the Project: Cap Saint Jacques Complex – Phase 2&3, located at 169 Thuy Van, Ward 8, Vung Tau City.	1,135,000,000,000	Upon project progress (estimated in Quarter IV/2025 – 2026)
03	Supplement investment capital to the Project: Vi Thanh Commercial residential area – Ward 4, Vi Thanh City, Hau Giang Province.	600,000,000,000	Upon project progress (estimated in Quarter IV/2025 – 2026)
Total		1,800,000,000,000	

The AGM authorizes the BOD to make a detailed plan for using the proceeds to ensure compliance with the actual situation, project progress and general plan of DIC Group base on DIC Group's at the time of implementing the issuance.

- Plan to offset the shortfall in expected capital for project implementation: DIC Group will consider and use individually or simultaneously the following solutions:
 - + Using its own capital;
 - + Supplement from bank loans;
 - + Looking for investors to contribute capital to the project;
 - + Bond issuance;
 - + Other solutions in accordance with the law.
- 16. Foreign ownership ratio: Authorize the BOD to approve the issuance plan to ensure that the share issuance meets regulations on foreign ownership ratio.
- 17. Issuance time: Expected in Quarter III-IV/2025.
Assigns to the BOD to decide specific issuance time on the basis of compliance with license/approval of State Agency and in accordance with market conditions.
- 18. The sequence of the offering compared to other offerings approved by the AGM:
The offering is expected to be carried out after the dividend issuance for 2024 (if approved by the AGM). The AGM authorizes the BOD to adjust the offering sequence as necessary to align with actual circumstances.
- 19. The number of issued shares will be additionally registered at Vietnam Securities Depository and Clearing Corporation (VSDC) and listed at Ho Chi Minh Stock Exchange (HoSE) in accordance with the provisions of law.
- 20. Approval for registering the increase in charter capital with the state authorities in accordance with legal regulations and adjusting the charter capital in the Business



Registration Certificate of DIC Group to reflect the total value of shares (at par value) equivalent to the amount successfully sold after the completion of the share offerings.

III. AUTHORIZATION:

The AGM authorizes the BOD to decide all issues related to the share issuances, including but not limited to following contents:

1. Decide on the timing of the public offering to existing shareholders and approve the public offering registration documents submitted to the State Securities Commission (SSC); proceed with the offering after receiving the SSC's approval.
2. Approve the detailed plan for the share issuance, including supplementing or finalizing the content of the issuance plan and/or adjusting the plan to ensure a successful offering or to comply with the comments from state authorities, ensuring alignment with legal regulations and DIC Group's Charter (if any).
3. Approve the detailed plan for the capital use raised from the offering, including amending, supplementing the plan approved by the AGM or adjusting the order of payments, and allocating the raised funds in alignment with the business activities, as well as the overall development plan of DIC Group. Also, develop a plan for handling situations if the offering fails to raise the expected amount.
4. Approve the plan ensuring that the share issuance complies with the foreign ownership ratio regulations.
5. Carry out the necessary procedures for the share offering implementation, including registration and completing the offering in accordance with the regulations.
6. Complete the procedures to finalize the shareholder list for the offering process.
7. Authorize the BOD to decide on how to handle the remaining unallocated shares (including determining the list of recipients, the offering price, and related matters), and to decide to close the offering.
8. Carry out the procedures to amend the Business Registration Certificate and the Charter of DIC Group in relation to the change in charter capital after the completion of the share offering.
9. Prepare and complete the necessary paperwork and procedures for the registration and additional listing of the shares issued after the offering
10. Balance and use the actual funds raised from the offering in accordance with the objectives specified in the offering plan approved by the AGM and BOD (under



authorization), consistent with the business operations and investment plans of DIC Group. The AGM authorizes the BOD to approve changes to the use of funds after the offering, in compliance with legal regulations, and report any changes at the next AGM meeting.

11. Approve the documents, materials, and decisions regarding any other issues related to the share offering to existing shareholders.
12. Depending on the specific circumstances, the BOD is authorized to the Vice Chairman of the BOD or General Director to perform one or more of the tasks mentioned above

Respectfully submitted to the AGM for consideration and approval./.

Recipients:

- As above;
- BOD;
- BOM;
- Financial Dept.; Acc. Dept;
- Archived: AD.

**ON BEHALF OF THE BOD
CHAIRMAN**



Nguyen Hung Cuong



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