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*Da Nang, April ..... 2025*

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No: ...../2025/TTr-HĐQT

## **PROPOSAL**

*To the 2025 Annual General Meeting of Shareholders*

**Kindly to: 2025 Annual General Meeting of Shareholders  
Din Capital Investment Group JSC**

The Board of Directors respectfully requests the General Meeting of Shareholders to discuss and vote on the following matters:

**1. Approval of the Board of Management's report on the business results of 2024 and the business plan for 2025.**

Unit: million VND

<b>Indicator</b>	<b>2024 Plan</b>	<b>2024 Actual</b>	<b>% Fulfillment</b>	<b>2025 Plan</b>
Net Revenue	257,000	307,927	119.82	280,000
Profit Before Tax	11,400	15,929	139.73	17,000
Net Profit After Tax (Parent Co. Shareholders)	9,000	9,445	104.95	14,000

**2. Approval of the Board of Directors' report on the operational results of 2024 and the operational plan for 2025**

**3. Approval of the Supervisory Board's report on the operational results of the Supervisory Board in 2024 and the operational plan for 2025**

**4. Approval of the Audited Financial Statements for 2024**

The Board of Directors of Din Capital Investment Group Joint Stock Company respectfully submits to the General Meeting of Shareholders for approval the content of the 2024 Audited Financial Statements by ECOVIS AFA Vietnam Auditing and Valuation Consulting Co., Ltd. (including the Separate Financial Statements 2024 and the Consolidated Financial Statements 2024).

**5. Approval of the Authorization for the Board of Directors to select the auditing firm for the review of the Semi-Annual Financial Statements 2025 and the audit of the Annual Financial Statements 2025**

After reaching a consensus with the Supervisory Board, the Board of Directors respectfully submits to the General Meeting of Shareholders for approval the authorization

for the Board of Directors to select an independent auditing firm that meets the auditing standards for listed companies approved by the State Securities Commission to conduct the review of the Semi-Annual Financial Statements 2025 and the audit of the Annual Financial Statements 2025 of the Company

## 6. Approval of the Profit Distribution Plan for 2024 and the Plan for 2025.

### ❖ Profit Distribution for 2024

Unit: VND

No.	Content	Amount
1	Undistributed retained earnings as of Jan 1 <sup>st</sup> , 2024	26,800,222,656
2	Consolidated Net Profit Attributable to the Parent Company's Shareholders in 2024	9,445,413,114
3	Profit Distribution:	14,120,604,549
	<i>Bonus Fund (5% of Profit After Tax)</i>	472,270,656
	<i>Welfare Fund (3% of Profit After Tax)</i>	283,362,393
	<i>Dividend Distribution (15% of Equity)</i>	13,364,971,500

Source: Undistributed post-tax profits as of Dec 31<sup>st</sup>, 2024

### ❖ Profit Distribution Plan for 2025

No.	Content	Amount
1	After-Tax Profit Attributable to the Parent Company's Shareholders 2025	14,000,000,000
2	Profit Distribution 2025	
-	<i>Bonus Fund</i>	<i>5% of Profit After Tax</i>
-	<i>Welfare Fund</i>	<i>3% of Profit After Tax</i>
-	<i>Dividend Distribution 2025(*)</i>	<i>15% of Equity</i>

## 7. Approval of the remuneration payment for the Board of Directors and the Supervisory Board in 2024 and the remuneration payment plan for 2025.

### ❖ Remuneration Payment for the Board of Directors and the Supervisory Board in 2024:

No.	Title	Number of	Months	Rate (VND/person/month)	Total in 2024 (VND)
1	Chairman of the	1	12	10,000,000	120.000.000
2	Board Members	3	12	6,000,000	216.000.000
		1	12	0	0
3	Head of Supervisory	1	12	5,000,000	60.000.000
4	Supervisory Board	2	12	3,000,000	72.000.000
<b>Total</b>					<b>468,000,000</b>

❖ ***Expected Remuneration for the Board of Directors and the Supervisory Board in 2025:***

No .	Title	Number of	Months	Rate (VND/person/month)	Total in 2025 (VND)
1	Chairman of the Board	1	12	10,000,000	120.000.000
2	Board Members	3	12	6,000,000	216.000.000
3	Head of Supervisory	1	12	5,000,000	60.000.000
4	Supervisory Board	2	12	3,000,000	72.000.000
<b>Total</b>					<b>468,000,000</b>

**8. Approval of the cancellation of 2 Plans:** the Plan for Issuing Shares to Increase Charter Capital and the Investment Cooperation Plan for the Da Nang Landmark mixed-use commercial and apartment complex project, which were approved by the 2023 Annual General Meeting of Shareholders.

**9. Approval of the amendment of the Company's Charter**

*Attached Summary Table of Charter Amendments*

*Respectfully submitted to the 2025 Annual General Meeting of Shareholders for consideration and approval of the aforementioned contents.*

**Sincerely thank you!**

**Recipient:**

- As respectfully addressed;
- File (Documents).

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

**LE TRUONG KY**

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*Da Nang, April 26, 2025*

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No: ...../2025/BC-BGD

**BUSINESS PERFORMANCE REPORT FOR 2024  
AND IMPLEMENTATION PLAN FOR 2025**

**A. BUSINESS PERFORMANCE REPORT FOR 2024:**

Dear General Meeting of Shareholders!

Following a period of slowdown due to the impact of the macro-economy, the construction and real estate market in 2024 has regained momentum for recovery and development. Although the market still faces some challenges, with a stable economic foundation and numerous government support policies, promotion of public investment, and resolution of legal obstacles for projects, the growth of the construction industry in 2024 reached approximately 8%, the highest since 2020. Thanks to the recovery of the construction and real estate market, the ready-mixed concrete production sector also recorded significant growth in 2024

**1. Business Results:**

Unit: Million VND

<b>Indicator</b>	<b>2024 Plan</b>	<b>2024 Actual</b>	<b>2023 Actual</b>	<b>% Achieved vs. 2024 Plan</b>	<b>% Achieved vs. 2023</b>
<b>Net Revenue</b>	257,000	307,927	235,109	119.82	131.0
<b>Profit Before Tax</b>	11,400	15,929	3,476	139.73	458.2
<b>Net Profit After Tax (Parent Co. Shareholders)</b>	9,000	9,445	2,448	104.94	385.8

The realized revenue in 2024 exceeded the plan by 19.82% and increased by 31% compared to 2023, demonstrating strong growth in the company's business operations

Pre-tax profit was 39.73% higher than planned and increased by 358.2% compared to 2023, reflecting a significant improvement in operational efficiency and profitability. However, after-tax profit only exceeded the plan by 4.94% because in 2024, the company was retroactively taxed nearly 3 billion VND in corporate income tax due to the company's incorrect determination of tax incentive conditions at the Quang Ngai branch from 2019 to 2022.

Business results for 2024 significantly exceeded the set targets, with pre-tax profit showing particularly impressive growth. Din Capital had a successful year in 2024, surpassing expectations with a strong increase in both revenue and profit

## **2. Market Overview:**

All three markets in which the company operated in 2024 contributed significant results to the overall success of the company

- Da Nang Market: The construction market in Da Nang was very active in 2024, with a series of large projects in which Din Capital participated in supplying concrete, such as: Newtown Diamond Residence; Landmark Tower Da Nang; HH3 Da Nang -Sun Ponte Residence; The Nam Khang Resort Residences Project; the Nam O Ecotourism Project; Hoa Lien - Tuy Loan Expressway; Shizen Nami - Asiana Da Nang; KP Vina Aircraft Components Factory; etc...
- Quang Ngai Market: The company's second largest market in 2024 was Quang Ngai, mainly focusing on projects in Tinh Phong and Dung Quat Industrial Zones such as: Hoa Phat Dung Quat Iron and Steel Integrated Complex; The VNT19 Pulp and Paper Factory Project; Jaydee Quang Ngai Furniture Manufacturing Factory; etc...
- Quang Nam Market: Although it was the most challenging market in 2024, the plant in Chu Lai - Quang Nam also contributed more than 10% of consolidated revenue, supplying concrete to major projects such as: Items in the Chu Lai - Truong Hai Auto Engineering Industrial Zone; Amann Sewing Thread Factory; Hangil Vina Quang Nam Factory; the Chu Lai urban environment improvement project ....

## **3. Financial Ratios:**

<b>Indicators</b>	<b>Unit</b>	<b>2024</b>	<b>2023</b>
+ Net Profit After Tax / Net Revenue	%	3.07	1.06
+ Net Profit After Tax / Equity	%	7.09	1.93
+ Net Profit After Tax / Total Assets	%	4.58	1.13
+ Operating Profit / Net Revenue	%	6.01	1.63

Profitability indicators in 2024 significantly improved over 2023.

## **4. Management & Human Resources:**

In 2024, the company continued to focus on training for staff, especially middle management, to enhance their working and management skills, aiming to provide better experiences for both external and internal customers.

The digitalization of work processes will be a solid foundation for sustainable development in the future. In 2024, the company implemented human resource management software, warehouse management software, and equipment management software, which brought about many positive changes. Manual errors were almost eliminated, contributing to increased accuracy and efficiency in work. Real-time data updates help the leadership monitor, evaluate, and make quick decisions. This is a significant step in the company's digital transformation strategy.

In 2025, the company will continue to optimize the software already in use and complete other management software such as sales management and financial management to close the entire operational process chain, from raw material input to product consumption and financial control on applications, ensuring connectivity, transparency, and efficiency in management.

Regarding the personnel situation: The number of employees at the end of 2024 was 182, an increase of 7.7% compared to the beginning of the year, while revenue increased by 31% compared to 2023, indicating a significant increase in labor productivity in 2024.

The company always identifies people as the core for sustainable development and the foundation for breakthroughs in the company's long-term business strategy. In 2024, the company continued to ensure policies, salary regimes, insurance, and benefits for employees. In addition, the company also developed many policies to motivate employees when they increase productivity through effective reward regulations, productivity bonuses, and customer experience rewards. The average salary of employees in 2024 also improved, reaching 13.4 million VND/person, an increase of 16% compared to 2023

## **B. BUSINESS PLAN TARGETS FOR 2025:**

### **1. Business Plan:**

Consolidated Business Plan in 2025:

<b>No.</b>	<b>Indicator</b>	<b>Unit</b>	<b>2025 Plan</b>	<b>% vs. 2024</b>
1	Total Revenue	VND	280,000,000,000	90.93
2	Profit Before Tax	VND	17,000,000,000	106.72
3	Net Profit After Tax (Parent Co.)	VND	14,000,000,000	148.22
4	Tỷ lệ cổ tức dự kiến	%	15%	100.0

### **2. Key Execution Strategies for 2025:**

Continuing the economic growth momentum of 2024, 2025 promises to be a year of many opportunities for the ready-mixed concrete production sector as the construction market recovers and grows. Despite favorable market conditions, the challenges in 2025 are clearly visible, including the scarcity of raw materials, competition from rivals, and payment risks. Therefore, the management board has the following solutions to implement the set 2025 business strategy:

- Continue to train and enhance the capacity of the team to achieve results through practical and valuable programs in line with the strategic goal of "Coaching for Results."
- Explore alternative sources of raw materials to replace traditional ones.
- Diversify suppliers, types, and origins of materials, and increase strategic reserves.
- Continue to control costs at the most efficient level, avoiding waste.
- Control customer payment risks to minimize bad debts and doubtful debts.
- Accelerate digital transformation and AI adoption to boost productivity and reduce operational costs

- Improve and upgrade the customer experience system to a high level.
- Upgrade equipment resources, liquidate old and inefficient equipment to invest in new equipment to improve operational productivity.
- Focus resources on markets with high-profit margins and low risks.

The above is a summary report of the company's production and business activities in 2024, along with the business plan and direction for 2025.

Respectfully submitted for approval by the General Meeting of Shareholders.

**CEO**

**DANG TIEN DUC**

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*Da Nang, April ..... 2025*

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No: ...../2025/BC-HĐQT

**REPORT OF THE BOARD OF DIRECTORS  
AT THE 2025 ANNUAL GENERAL MEETING OF  
SHAREHOLDERS**

**To: The General Meeting of Shareholders, Din Capital Investment Group JSC**

The Company's Board of Directors respectfully reports to the General Meeting on the operating results and corporate governance in 2024, as well as the Board of Directors' planned direction for 2025.

**1. Assessment of Company Operations in 2024:**

On Project Investment Activities: The 2023 Annual General Meeting of Shareholders approved the Plan for Issuing Shares to Increase Charter Capital and the Investment Cooperation Plan with Cosmos Housing JSC to invest in the DaNang Landmark project. This is one of the major projects in Da Nang city, having received a Construction Permit and commenced construction in September 2024. However, in 2024, Din Capital was unable to implement the two plans approved by the General Meeting of Shareholders. The main reasons were that the procedures for issuing additional capital and the capital mobilization time did not meet the investor's capital investment schedule for the project. Therefore, the Board of Directors will submit a proposal to the 2025 Annual General Meeting of Shareholders to cancel these two plans, and the Board of Directors will seek other investment options that bring efficiency to the company in 2025 and subsequent years

Regarding the business results in 2024: Din Capital's operations still came from the production and investment in ready-mixed concrete. This is the traditional business line that contributes the majority of the company's revenue and profit. Revenue in 2024 reached nearly 308 billion VND and after-tax profit reached 9.44 billion VND, exceeding the set targets.

**2. Key Activities of the Board of Directors in 2024:**

In 2024, the Board of Directors held 7 meetings with most members attending, and approved the following important matters:

- Approval of the signing and implementation of contracts and transactions between the Company and related parties of the Company's insiders ,
- Organization of the 2024 Annual General Meeting of Shareholders.
- Reappointment of the Company's Board of Management.



- Payment of cash dividends to shareholders.
- Selection of the auditing firm.
- Approval of the borrowing of capital by the subsidiary, Dufago Concrete One Member Limited Liability Company, at Joint Stock Commercial Bank for Foreign Trade of Vietnam - Da Nang Branch, and the Business and Investment Plan for 2024 of Dufago Concrete One Member Limited Liability Company.
- Transfer of shares of Cosmos Housing Joint Stock Company.
- Additional capital contribution to Dufago Concrete One Member Limited Liability Company.

In addition to the aforementioned meetings, the Board of Directors also implemented the resolutions of the 2024 Annual General Meeting of Shareholders and simultaneously performed the tasks of directing, supervising, and promptly urging the activities of the Board of Management.

### **3. Board of Directors' Assessment of the Board of Management and Other Management Personnel's Performance:**

The company's Board of Management effectively organized and implemented the business plan approved by the 2024 Annual General Meeting of Shareholders. Several financial targets were exceeded: Net revenue surpassed by 19.8%; After-tax profit surpassed by 5%.

The Board of Directors highly appreciates the flexible and timely management of the Board of Management in the context of a volatile market, especially regarding raw material prices, interest rates, and market consumption.

The Board of Management has worked well with the Board of Directors in managing and operating the Company, implementing solutions to achieve targets and plans promptly and accurately, ensuring the development of capital and the interests of shareholders, and exceeding the targets approved by the 2024 Annual General Meeting of Shareholders. The Board of Management has provided complete, accurate, and timely reports on the production and business situation to the Board of Directors for the purpose of information disclosure to shareholders and regulatory agencies in accordance with the law.

### **4. Remuneration of the Board of Directors, Supervisory Board, Internal Audit Department, and Board of General Directors:**

The report on the remuneration of the Board of Directors, Supervisory Board, Internal Audit Department, and the salaries, bonuses, and other income of the Board of General Directors in 2024 is as follows:

No.	Title	Headcount	Months	Monthly Salary (VND)	Total 2024 Income (VND)
1	Chairman of the Board	1	12	10,000,000	120,000,000

No.	Title	Headcount	Months	Monthly Salary (VND)	Total 2024 Income (VND)
2	Board Members	3	12	6,000,000	216,000,000
		1	12	0	0
3	Head of Supervisory Board	1	12	5,000,000	60,000,000
4	Member of Supervisory Board	2	12	3,000,000	72,000,000
5	Head of Internal Audit	1	12	3,000,000	36,000,000
6	Mr. Dang Tien Duc – CEO	1	12		727,146,467
7	Mr. Nguyen Van Trieu – Deputy CEO	1	12		371,264,645
8	Mrs. Nguyen Van Trieu – Deputy CEO	1	12		312,317,155

#### **5. Report on Related-Party Transactions Conducted in 2024:**

The procedures for approving transactions between the Company and related parties were strictly implemented in accordance with the provisions of the Enterprise Law, the Securities Law, the Company's Charter, and Internal Governance Regulations.

A list of the Company's related parties and the transactions between the Company and these related parties approved by the Board of Directors have been listed and disclosed in the 2024 Corporate Governance Report, under Section VII.2 and Section VII.3

#### **6. Activities of Independent Members of the Board of Directors and Evaluation Results of Independent Members on the Activities of the Board of Directors**

In 2024, all independent members of the Board of Directors fully participated in the Board meetings, contributing to the analysis and assessment of risks in the Company's business operations, thereby developing reasonable business strategies.

- They provided guidance and oversight on the coordination between the Board of Directors and the Board of Management in implementing the Resolutions of the General Meeting of Shareholders and the Board of Directors.
- Monitored information disclosure practices.
- Supervised related-party transactions to avoid conflicts of interest and ensure compliance.

Evaluation of the Activities of the Board of Directors and the Board of Management:

In 2024, the Board of Directors provided correct and timely guidance based on compliance with current legal regulations and the Company's Charter. The Board of Directors effectively supervised and supported the Board of Management in its efforts to implement the 2024 business plan. In addition to complying with information disclosure regulations, the Board of Directors and the Board of Management made significant efforts to provide information to shareholders.

**IV. Plans and Operational Orientations of the Board of Directors in 2025:**

Continue focusing on **ready-mixed concrete production**, upgrading human resources and equipment, and carefully selecting markets for optimal performance.

In addition to the traditional ready-mixed concrete business, Din Capital will focus on researching new environmentally friendly products that reduce CO2 emissions.

Research the technology for producing materials from by-products and recycled materials to minimize environmental impact and serve green construction projects through cooperation with leading professors at Yokohama University and Japanese manufacturers.

Consolidated Revenue Plan for 2025: 280 billion VND

After-Tax Profit Plan Attributable to the Parent Company's Shareholders: 14 billion VND

Dear Shareholders, the above is the report of the Board of Directors at the 2025 Annual General Meeting of Shareholders. On behalf of the Board of Directors, I would like to thank the trust and support of our partners and investors, and the efforts of the Company's employees, which have significantly contributed to the Company's development in 2024.

Thank you very much and wish the General Meeting a successful conclusion.

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

**LE TRUONG KY**

## SUMMARY TABLE OF AMENDMENTS AND SUPPLEMENTS TO THE CHARTER

### DIN CAPITAL INVESTMENT GROUP JOINT STOCK COMPANY

(Attached to Proposal No. .... /2025/TT-HDQT dated April 26<sup>th</sup>, 2025 by the Board of Directors)

The Board of Directors of Din Capital Investment Group Joint Stock Company submits to the Annual General Meeting of Shareholders on April 26<sup>th</sup>, 2025, for approval the amendment and supplementation of several articles of the Company's Charter as follows:

No.	Content	Current Charter	Amended and Supplemented Charter
1	Article 25, Clause 3.g	<b>Article 25. Rights and Obligations of the Board of Directors</b> Clause 3.g. To approve contracts for purchase, sale, borrowing, lending, and other contracts or transactions with a value of 35% or more of the total asset value recorded in the Company's most recent financial statements, and contracts or transactions under the decision-making authority of the General Meeting of Shareholders as stipulated in point d, clause 2, Article 138, clause 1 and clause 3, Article 167 of the Enterprise Law	<b>Article 25. Rights and Obligations of the Board of Directors</b> Clause 3.g. To approve contracts for purchase, sale, borrowing, lending, and other contracts or transactions, specifically as follows: - Investment decisions for projects valued <b>under 35%</b> of total assets per the most recent financial statements. - Sale/purchase or disposal of assets valued <b>from VND 2 billion to under 35%</b> of total assets. - All borrowing and lending contracts, contracts for the purchase, sale, or liquidation of assets, and service contracts with a term of more than 02 years; economic contracts for the sale and purchase of goods with a fixed price for more than 2 years. - Contracts for the purchase and sale of goods and services, and other contracts serving the company's production and business operations with a value of 35% or more of the total asset value recorded in the most recent financial statements.
2	Article 25, Clause 4.c	<b>Article 25. Rights and Obligations of the Board of Directors</b> Clause 4.c. Within the scope of Clause 2 Article 153 of the Law on Enterprises, and except for the cases under Clause 2 Article 138 and Clause 3 Article 167 which must be approved by the General Meeting of Shareholders, the Board of Directors may decide on the execution, amendment, and cancellation of Company contracts.	<b>Article 25. Rights and Obligations of the Board of Directors</b> Clause 4.c. Within the scope of Clause 2 Article 153, Clause 2 Article 167 of the Law on Enterprises, and Clause 3 Article 25 of the Company Charter, except where approval of the General Meeting of Shareholders is required under Clause 2 Article 138 and Clause 3 Article 167 of the Law on Enterprises.

**CHAIRMAN OF THE BOARD OF  
DIRECTORS**

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*Da Nang, April ..... 2025*

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No: ..... /2025/BB-DHĐCĐ

**MINUTES OF THE MEETING**  
**ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025**  
**DIN CAPITAL INVESTMENT GROUP JOINT STOCK COMPANY**  
**Minutes of The Meeting Annual General Meeting of Shareholders 2025**

**Organization name :** Din Capital Investment Group JSC

**Head office:** 4th Floor, 76-78 Bach Dang, Hai Chau Ward, Hai Chau District, Da Nang City

**Business registration certificate :** No. 0401333013 issued by Da Nang Department of Planning and Investment on October 18<sup>th</sup>, 2010 (13th amendment on January 21<sup>st</sup>, 2025)

Today, April 26<sup>th</sup>, 2025, Din Capital Investment Group Joint Stock Company held The 2025 Annual General Meeting of Shareholders.

Meeting Time: 08:30 AM, April 26<sup>th</sup>, 2025

Meeting Location: 2<sup>nd</sup> Floor, Danabook Building, 76-78 Bach Dang Street, Hai Chau District, Da Nang City.

**PART 1: OPENING OF THE GENERAL MEETING OF SHAREHOLDERS**

**1. Attendees of the General Meeting**

**1.1 Shareholders and Authorized Representatives of Shareholders**

The General Meeting heard Mr./Ms ..... – Head of the Shareholder Eligibility Verification Committee announce the results of the verification of the eligibility of shareholders and authorized representatives attending the meeting as follows:

The total number of shareholders and authorized representatives of shareholders entitled to attend the 2025 Annual General Meeting of Shareholders is ..... shareholders, owning and representing a total of 8,909,981 shares, equivalent to 100% of the total voting shares.

The total number of shareholders and authorized representatives of shareholders actually attending the 2025 Annual General Meeting of Shareholders is ..... shareholders (including ..... shareholders attending in person and ..... shareholders attending by proxy), owning or representing ownership of ..... shares, equivalent to .....% of the total voting shares of Din Capital Investment Group Joint Stock Company.

According to the provisions of the Enterprise Law and the Company's Charter, the 2025 Annual General Meeting of Shareholders of Din Capital Investment Group Joint Stock Company has met the necessary conditions to proceed. The attending shareholders and

authorized representatives of shareholders have the right to vote according to the number of shares they own or represent.

## **1.2 Guests:**

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## **2. Opening Remarks**

The General Meeting proceeded with the following procedures:

- Declaration of the reasons for holding the General Meeting
- Introduction of **Mr. Le Truong Ky** - Chairman of the Board of Directors as the Chairman presiding over the meeting.
- Introduction of the Presidium, the Secretary, and the Ballot Counting Committee for the General Meeting to elect.

### **2.1. Presidium Members:**

The Presidium consisted of 04 members:

Mr. Le Truong Ky	Chairman of the Board of Directors - Chairman of the General Meeting
Mrs. Huynh Phuoc Huyen Vy	Vice Chairwoman of the Board of Directors
Mr. Dang Tien Duc	Member of the Board of Directors cum General Director
Mr. Morii Takayuki	Member of the Board of Directors

### **2.2. Secretary of the General Meeting**

The Secretariat consisted of 03 members:

- ..... - Head of the Secretariat
- ..... - Member
- ..... - Member

### **2.3. Ballot Counting Committee**

The Ballot Counting Committee consisted of 03 members:

- ..... - Head of the Committee
- ..... - Member
- ..... - Member

The General Meeting unanimously approved (100% of the voting shares present at the Meeting) the list of the Presidium, the Secretary, and the Ballot Counting Committee.

### **2.4. Opening Remarks:**

Mr. Le Truong Ky, Chairman of the General Meeting, delivered the opening speech for the 2025 Annual General Meeting of Shareholders.

## **3. Agenda and Regulations of the General Meeting**

A representative of the Presidium presented the Agenda of the 2025 Annual General Meeting of Shareholders; the Regulations of the General Meeting; the Principles and Procedures for Voting and Speaking applicable at the General Meeting.

The General Meeting unanimously approved (100%) the content of the Agenda of the General Meeting; the Regulations of the General Meeting; and the Principles and Procedures

for Voting and Speaking applicable at the General Meeting.

## **PART 2: MATTERS PRESENTED AT THE GENERAL MEETING**

1. Mr. Le Truong Ky, on behalf of the Board of Directors, presented *the Report on the Activities of the Board of Directors in 2024 and the Plan for 2025*
2. Mr. Dang Tien Duc, on behalf of the Board of Management, presented *the Report on the Business and Production Performance in 2024 and the Business and Production Plan for 2025*.
3. Mr. Tran Canh Thanh, on behalf of the Supervisory Board, presented *the Report on the Activities of the Supervisory Board in 2024 and the Operational Plan for 2025*.
4. Mrs. Nguyen Thi Thao, the company's Chief Accountant, presented *the Audited Financial Statements for 2024 of the parent company and the consolidated financial statements*.
5. Mr. Le Truong Ky, on behalf of the Presidium, presented *the Proposals for the matters submitted to the General Meeting*

## **PART 3: SHAREHOLDER DISCUSSIONS AT THE GENERAL MEETING.**

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## **PART 4: VOTING BY THE GENERAL MEETING.**

- *Approval of the Board of Management's report on the business results of 2024 and the business plan for 2025.*
- *Approval of the Board of Directors' report on the operational results of 2024 and the operational plan for 2025.*
- *Approval of the Supervisory Board's report on the operational results of the Supervisory Board in 2024 and the operational plan for 2025.*
- *Approval of the Audited Financial Statements for 2024.*
- *Approval of the Authorization for the Board of Directors to select the auditing firm for the review of the Semi-Annual Financial Statements 2025 and the audit of the Annual Financial Statements 2025.*
- *Approval of the Profit Distribution Plan for 2024 and the Plan for 2025.*
- *Approval of the remuneration payment for the Board of Directors and the Supervisory Board in 2024 and the remuneration payment plan for 2025.*
- *Approval of the cancellation of 2 Plans: the Plan for Issuing Shares to Increase Charter Capital and the Investment Cooperation Plan for the Da Nang Landmark mixed-use commercial and apartment complex project, which were approved by the 2023 Annual General Meeting of Shareholders.*
- *Approval of the amendment of the Company's Charter.*
- *Election of members of the Board of Directors and members of the Supervisory Board for the term 2025-2029.*

## **PART 5: VOTING RESULTS AT THE GENERAL MEETING**

..... - Head of the Ballot Counting Committee announced the voting results at the General Meeting.



# 1. Approval of the Board of Management's Report on the Business Results of 2024 and the Business Plan for 2025.

Unit: million

Indicator	2024 Plan	2024 Actual	Fulfillment (%)	2025 Plan
Net Revenue	257.000	307.927	119.82	280,000
Profit Before Tax	11.400	15.929	139.73	17,000
Consolidated Net Profit Attributable to the Parent Company's Shareholders	9.000	9.445	104.95	14,000

*The General Meeting agreed to approve with the following voting ratio:*

- Agree: ..... shares, accounting for ..... % of the total voting shares present at the General Meeting.
- Disagree: ..... shares, accounting for ...% of the total voting shares present at the General Meeting.
- No opinion: .... shares, accounting for ....% of the total voting shares present at the General Meeting

## 2. Approval of the Report by the Board of Directors on 2024 Operational Results and 2025 Plan

*The General Meeting agreed to approve with the following voting ratio:*

- Agree: ..... shares, accounting for ..... % of the total voting shares present at the General Meeting.
- Disagree: ..... shares, accounting for ...% of the total voting shares present at the General Meeting.
- No opinion: .... shares, accounting for ....% of the total voting shares present at the General Meeting

## 3. Approval of the Supervisory Board's Report on 2024 Activities and 2025 Plan

*The General Meeting agreed to approve with the following voting ratio:*

- Agree: ..... shares, accounting for ..... % of the total voting shares present at the General Meeting.
- Disagree: ..... shares, accounting for ...% of the total voting shares present at the General Meeting.
- No opinion: .... shares, accounting for ....% of the total voting shares present at the General Meeting

## 4. Approval of the Audited Financial Statements for 2024.

The General Meeting approved the 2024 audited financial statements audited by ECOVIS AFA Vietnam Co., Ltd. (including separate and consolidated financial

statements).

Voting results.

*The General Meeting agreed to approve with the following voting ratio:*

- Agree: ..... shares, accounting for ..... % of the total voting shares present at the General Meeting.
- Disagree: ..... shares, accounting for ...% of the total voting shares present at the General Meeting.
- No opinion: .... shares, accounting for ....% of the total voting shares present at the General Meeting

**5. Approval of the authorization for the Board of Directors to select the audit firm for the review of the 2025 semi-annual financial statements and the audit of the 2025 annual financial statements.**

The General Meeting authorized the Board of Directors to select an independent audit firm, licensed by the State Securities Commission of Vietnam, to review the semi-annual financial statements and audit the 2025 annual financial statements.

Voting results:.

*The General Meeting agreed to approve with the following voting ratio:*

- Agree: ..... shares, accounting for ..... % of the total voting shares present at the General Meeting.
- Disagree: ..... shares, accounting for ...% of the total voting shares present at the General Meeting.
- No opinion: .... shares, accounting for ....% of the total voting shares present at the General Meeting

**6. Approval of the 2024 Profit Distribution and 2025 Plan.**

**❖ 2024 Profit Distribution**

*Unit: VND*

No.	Content	Amount
1	Undistributed retained earnings as of Jan 1 <sup>st</sup> , 2024	26,800,222,656
2	Consolidated Net Profit Attributable to the Parent Company's Shareholders in 2024	9,445,413,114
3	Profit Distribution:	14,120,604,549
	<i>Bonus Fund (5% of Profit After Tax)</i>	472,270,656
	<i>Welfare Fund (3% of Profit After Tax)</i>	283,362,393
	<i>Dividend Distribution (15% of Equity)</i>	13,364,971,500

**Source:** Undistributed post-tax profits as of Dec 31<sup>st</sup>, 2024

**❖ Profit Distribution Plan for 2025**

No.	Content	Amount
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1	After-Tax Profit Attributable to the Parent Company's Shareholders 2025	14,000,000,000
2	Profit Distribution 2025	
-	<i>Bonus Fund</i>	<i>5% of Profit After Tax</i>
-	<i>Welfare Fund</i>	<i>3% of Profit After Tax</i>
-	<i>Dividend Distribution 2025(*)</i>	<i>15% of Equity</i>

*The General Meeting agreed to approve with the following voting ratio:*

- *Agree: ..... shares, accounting for ..... % of the total voting shares present at the General Meeting.*
- *Disagree: ..... shares, accounting for ...% of the total voting shares present at the General Meeting.*
- *No opinion: .... shares, accounting for ....% of the total voting shares present at the General Meeting*

## **7. Approval of Remuneration for the BOD and Supervisory Board in 2024 and 2025 Plan.**

The General Meeting of Shareholders (GMS) approves the payment of remuneration to the Board of Directors (BOD) and the Supervisory Board (SB) as follows:

### **❖ *Remuneration Payment for the Board of Directors and the Supervisory Board in 2024:***

No .	Title	Number of	Months	Rate (VND/person/month)	Total in 2024 (VND)
1	Chairman of the	1	12	10,000,000	120.000.000
2	Board Members	3	12	6,000,000	216.000.000
		1	12	0	0
3	Head of Supervisory	1	12	5,000,000	60.000.000
4	Supervisory Board	2	12	3,000,000	72.000.000
<b>Total</b>					<b>468,000,000</b>

### **❖ *Expected Remuneration for the Board of Directors and the Supervisory Board in 2025:***

No .	Title	Number of	Months	Rate (VND/person/month)	Total in 2025 (VND)
1	Chairman of the Board	1	12	10,000,000	120.000.000
2	Board Members	3	12	6,000,000	216.000.000
3	Head of Supervisory	1	12	5,000,000	60.000.000
4	Supervisory Board	2	12	3,000,000	72.000.000
<b>Total</b>					<b>468,000,000</b>

*The General Meeting agreed to approve with the following voting ratio:*

- *Agree: ..... shares, accounting for ..... % of the total voting shares present at the General Meeting.*
- *Disagree: ..... shares, accounting for ...% of the total voting shares present at the General Meeting.*
- *No opinion: .... shares, accounting for ....% of the total voting shares present at the General Meeting*

**8. Approval of the cancellation of 2 Plans:** the Plan for Issuing Shares to Increase Charter Capital and the Investment Cooperation Plan for the Da Nang Landmark mixed-use commercial and apartment complex project, which were approved by the 2023 Annual General Meeting of Shareholders.

- *Agree: ..... shares, accounting for ..... % of the total voting shares present at the General Meeting.*
- *Disagree: ..... shares, accounting for ...% of the total voting shares present at the General Meeting.*
- *No opinion: .... shares, accounting for ....% of the total voting shares present at the General Meeting*

**9. Approval of the amendment of the Company's Charter**

*Attached Summary Table of Charter Amendments*

- *Agree: ..... shares, accounting for ..... % of the total voting shares present at the General Meeting.*
- *Disagree: ..... shares, accounting for ...% of the total voting shares present at the General Meeting.*
- *No opinion: .... shares, accounting for ....% of the total voting shares present at the General Meeting*

**10. Election of the Board of Directors for the 2025–2029 Term:**

- Number of members to be elected: 05
- Term: 05 years (2025–2029)
- Number of candidates: 05

Based on the election results, the elected BOD members are:

No.	Full name	Year of Birth	Votes Received	Ratio
1				
2				
3				
4				

5				
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#### **11. Election of the Supervisory Board for the 2025–2029 Term:**

- Number of members to be elected: 03
- Term: 05 years (2025–2029)
- Number of candidates: 03

Based on the election results, the elected Supervisory Board members are:

<b>No.</b>	<b>Full name</b>	<b>Year of Birth</b>	<b>Votes Received</b>	<b>Ratio</b>
1				
2				
3				

#### **PART 6: PROCEDURES FOR CONCLUDING THE GENERAL MEETING**

Mrs. Nguyễn Thị Thảo – Head of the Secretariat – read the draft Minutes and Resolutions of the 2025 Annual General Meeting of Shareholders. 100% of shareholders present agreed to approve the Minutes and Resolutions of the Meeting.

This Minutes was made at ....., on April 26, 2025, at the 2025 Annual General Meeting of Shareholders of DIN Capital Investment Group Joint Stock Company

**ON BEHALF OF THE SECRETARIAT  
HEAD OF SECRETARIAT**

**CHAIRMAN OF THE BOARD OF  
DIRECTORS**

**LE TRUONG KY**

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No: /2025/NQ-ĐHĐCĐ

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Da Nang, April 26<sup>th</sup> ..... 2025

**RESOLUTION**  
**OF THE 2025 ANNUAL GENERAL MEETING OF**  
**SHAREHOLDERS**  
**DIN CAPITAL INVESTMENT GROUP JOINT STOCK COMPANY**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020, of the National Assembly of the Socialist Republic of Vietnam;
- Pursuant to the Charter on organization and operation of Din Capital Investment Group Joint Stock Company;
- Pursuant to the Minutes of the 2025 Annual General Meeting of Shareholders of Din Capital Investment Group Joint Stock Company dated April 26<sup>th</sup>, 2025.

The 2025 Annual General Meeting of Shareholders of Din Capital Investment Group Joint Stock Company, was held at 8:30 AM on April 26<sup>th</sup>, 2025, at the 2nd Floor, Danabook Building, 76-78 Bach Dang Street, Hai Chau District, Da Nang City.

**RESOLUTION**

**Article 1: Approval of the General Director's Report on the 2024 business results and the 2025 business plan.**

**Article 2: Approval of the Board of Directors' Report on the 2024 operating results and the 2025 operating plan.**

**Article 3: Approval of the report of the Supervisory Board on the 2024 performance of the Supervisory Board and the 2025 operating plan.**

**Article 4: Approval of the audited 2024 Financial Statements.**

The General Meeting of Shareholders approves the content of the 2024 audited Financial Statements by ECOVIS AFA Vietnam Auditing and Valuation Consulting Co., Ltd. (including the 2024 separate financial statements and the 2024 consolidated financial statements).

**Article 5: Approval of the authorization for the Board of Directors to select the audit firm for the review of the 2025 semi-annual financial statements and the audit of the 2025 annual financial statements.**

The General Meeting of Shareholders approves the authorization for the Board of Directors to select an independent auditing company that meets the auditing standards for listed companies approved by the State Securities Commission to conduct the review of the 2025 semi-annual financial statements and the audit of the 2025 annual financial

statements of the Company.

**Article 6: Approval of the 2024 profit distribution plan and the 2025 plan.**

**❖ 2024 Profit Distribution**

*Unit: VND*

No.	Content	Amount
1	Undistributed retained earnings as of Jan 1 <sup>st</sup> , 2024	26,800,222,656
2	Consolidated Net Profit Attributable to the Parent Company's Shareholders in 2024	9,445,413,114
3	Profit Distribution:	14,120,604,549
	<i>Bonus Fund (5% of Profit After Tax)</i>	472,270,656
	<i>Welfare Fund (3% of Profit After Tax)</i>	283,362,393
	<i>Dividend Distribution (15% of Equity)</i>	13,364,971,500

**Source:** Undistributed post-tax profits as of Dec 31<sup>st</sup>, 2024

**❖ Profit Distribution Plan for 2025**

No.	Content	Amount
1	After-Tax Profit Attributable to the Parent Company's Shareholders 2025	14,000,000,000
2	Profit Distribution 2025	
-	<i>Bonus Fund</i>	<i>5% of Profit After Tax</i>
-	<i>Welfare Fund</i>	<i>3% of Profit After Tax</i>
-	<i>Dividend Distribution 2025(*)</i>	<i>15% of Equity</i>

**Điều 7: Approval of remuneration for the Board of Directors and Supervisory Board in 2024 and the projected plan for 2025.**

The General Meeting of Shareholders (GMS) approves the payment of remuneration to the Board of Directors (BOD) and the Supervisory Board (SB) as follows:

**❖ Remuneration Payment for the Board of Directors and the Supervisory Board in 2024:**

No.	Title	Number of	Months	Rate (VND/person/month)	Total in 2024 (VND)
1	Chairman of the	1	12	10,000,000	120.000.000
2	Board Members	3	12	6,000,000	216.000.000
		1	12	0	0
3	Head of Supervisory	1	12	5,000,000	60.000.000
4	Supervisory Board	2	12	3,000,000	72.000.000
<b>Total</b>					<b>468,000,000</b>

❖ ***Expected Remuneration for the Board of Directors and the Supervisory Board in 2025:***

No.	Title	Number of	Months	Rate (VND/person/month)	Total in 2025 (VND)
1	Chairman of the Board	1	12	10,000,000	120.000.000
2	Board Members	3	12	6,000,000	216.000.000
3	Head of Supervisory	1	12	5,000,000	60.000.000
4	Supervisory Board	2	12	3,000,000	72.000.000
<b>Total</b>					<b>468,000,000</b>

**Article 8: Approval of the cancellation of 2 Plans:** the Plan for Issuing Shares to Increase Charter Capital and the Investment Cooperation Plan for the Da Nang Landmark mixed-use commercial and apartment complex project, which were approved by the 2023 Annual General Meeting of Shareholders.

**Article 9: Approval of the amendment of the Company's Charter**

*Attached Summary Table of Charter Amendments*

**Article 10: Election of the Board of Directors for the 2025–2029 Term:**

- Number of members elected: 05
- Term: 05 years (2025 – 2029)

List of elected BOD members:

No.	Full Name	Year of Birth	Qualification
1			
2			
3			
4			
5			

**Article 11: Election of the Supervisory Board for the 2025–2029 term:**

- Number of members elected: 03
- Term: 05 years (2025 – 2029)

List of elected members:

No.	Full Name	Year of Birth	Qualification
1			



2			
3			

**Article 12: Implementation Provisions**

This resolution was adopted by the General Meeting and takes effect from April 26<sup>th</sup>, 2025.

The Board of Directors, General Director, Supervisory Board, and relevant departments are responsible for implementing this Resolution in compliance with regulations and ensuring shareholder and company interests.

**Recipients:**

- *State Securities Commission, Hanoi  
Stock Exchange;*
- *Board of Directors, Executive Board,  
Supervisory Board;*
- *Shareholders*
- *Filing: Admin.*

**ON BEHALF OF THE GENERAL  
MEETING  
CHAIRMAN**

**LE TRUONG KY**