

DRAFT

RESOLUTION
EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS IN
2025

**GENERAL MEETING OF SHAREHOLDERS OF INVESTMENT AND
CONSTRUCTION JOINT STOCK COMPANY 3-2**

Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020 of the National Assembly;

Pursuant to the Law on Securities No. 54/2019/QH14 dated November 26, 2019 of the National Assembly;

Decree No. 155/2020/ND-CP dated 31/12/2020 and Decree No. 245/2025/ND-CP dated 11/9/2025 (amending and supplementing Decree 155/2020);

Pursuant to the Charter of organization and operation of 3-2 Investment and Construction Joint Stock Company (C32);

According to the Minutes of the Meeting No. xx/BB-General Meeting of Shareholders dated November 06, 2025 of the Extraordinary General Meeting of Shareholders in 2025 of C32.

RESOLVED:

Article 1. Through the following contents:

Content 1: The plan to issue shares to increase share capital from equity with the following contents:

- 1. Stock name:** Shares of 3-2 Investment and Construction Joint Stock Company
- 2. Stock Type:** Common Stock
- 3. Stock Code:** C32
- 4. Par value of shares:** 10,000 VND/share
- 5. Current charter capital:** 150,301,450,000 VND
- 6. Total issued shares:** 15,030,145 shares

In which:

- Number of shares outstanding: 15,029,145 shares
- Treasury shares: 1,000 shares

- 7. Number of shares expected to be issued:** 15,029,145 shares
- 8. Maximum total value of issuance at par value:** 150,291,450,000 VND
- 9. Purpose of issuance:** Issuance of shares to increase share capital from equity to improve the financial capacity and scale of the Company's operations.
- 10. Form of issuance:** Issuance of shares to increase share capital from equity.
- 11. Issuer:** Existing shareholders named in the list on the last registration date to finalize the list of shareholders to exercise the right to receive shares. The time of closing the list of the General Meeting of Shareholders shall authorize the Board of Directors to decide.
- 12. Ratio of number of issued shares (number of shares expected to be issued/number of shares outstanding):** 100%.
- 13. Exercise ratio:** 01:01 (On the closing date of the list of shareholders exercising rights, shareholders owning 01 share will have 01 right to receive shares, for every 01 right, they will receive 01 more newly issued share).
- 14. Plan to handle fractional shares and odd shares:** Due to the ratio of 01:01 exercise rights, there are no odd shares (decimals).
- Example: Shareholder A owns 123 shares on the closing date of the shareholder list. With an exercise ratio of 01:1, shareholder A is entitled to receive $(123/1 * 1 = 123)$ 123 new shares. According to the above calculation principle, shareholder A is entitled to receive 123 new shares.
- 15. Issued capital sources:** Development investment funds and undistributed after-tax profits in the following order:
- The value of the Development Investment Fund is determined as of December 31, 2024 based on the audited 2024 Separate Financial Statements: VND 100,000,000,000.
 - The value of undistributed after-tax profit is determined as of December 31, 2024 based on the audited 2024 Consolidated Financial Statements: VND 50,291,450,000.
- 16. Implementation time:** After the General Meeting of Shareholders votes to approve and after being notified by the State Securities Commission (SSC) to receive all issuance report documents, it is expected to be implemented from the fourth quarter of 2025.
- 17. Securities registration and additional listing registration:** After completing the issuance, the General Meeting of Shareholders approves and authorizes the Board of Directors to carry out additional securities registration procedures with the Vietnam Securities Depository and Clearing Corporation (VSDC) and additional securities listing registration with the Ho Chi Minh City Stock Exchange (HSX).
- 18. Through the change of Charter Capital:** Through the change of the Charter (Charter Capital Section) and adjustment of the Enterprise Registration Certificate at the competent state agency after the notification of the SSC on the receipt of the Report on the results of the issuance.
- 19. Board Authorization :**

The General Meeting of Shareholders authorizes the Board of Directors to perform the following tasks related to the issuance:

- Proactively develop and explain dossiers of application for issuance licenses and send them to the State Securities Commission and other functional agencies. At the same time, proactively adjust the issuance plan and other relevant documents according to the actual situation of the enterprise or at the request of the SSC and other functional agencies, or for the purpose of complying with relevant legal regulations (if any);
- Decide on the time of closing the list of shareholders to exercise rights, other timelines related to the implementation of the issuance and carry out the procedures for closing the list of shareholders as prescribed;
- Amendment of articles related to charter capital, shares and shares in the Company's Charter of organization and operation after the SSC's notice of receipt of the Report on the results of the issuance;
- Carry out the procedures for changing the company's business registration contents related to the change of charter capital according to the actual results of the issuance to the competent state agency after the SSC's notice of receipt of the issuance results report;
- Carry out procedures, work and choose an appropriate time to register additional securities at VSDC and register for listing additional securities on HSX the number of shares issued according to the plan approved by the General Meeting of Shareholders after the notice of the SSC on the receipt of the Report on the results of the issuance;
- Proactively develop plans to ensure the foreign investor ownership rate in accordance with the provisions of law;
- Depending on each specific case, the Board of Directors may re-authorize the General Director to perform one or several of the above-mentioned specific tasks;
- Decide on other arising issues related to the process of implementing the issuance of shares to increase share capital from equity.

Content 2: Adjustment of the production and business plan in 2025.

Indicators	The plan has been approved.	Revised Plan	Rate of change
Total sales and service revenue	584,640 million VND	505,682 million VND	-13,5%
Profit after CIT	14,000 million VND	10,910 million VND	-22,1%
Basic earnings per share (EPS)	931 VND/share	726 VND/share	-22,1%

Content 3: Adjustment of the profit distribution plan in 2024 as follows:

Unit: VND

STT	Quota	PPLN plan approved	Adjusted PPLN Plan
1	Profit after tax (EBIT)	5.662.092.664	5.662.092.664
2	Deduction for development investment fund (15%/profit)	849.313.900	849.313.900
3	Deduction for setting up a welfare reward fund (5%/profit)	283.104.633	283.104.633
4	Deduction from the reward fund of the Board of Directors (2.5%/profit)	141.552.317	141.552.317
5	Deduct the total remuneration of the Board of Directors, the Audit Committee and the Audit Committee at a fixed rate/year	360.000.000	360.000.000
6	Cash dividend payment (6%/VDL)	0	0
7	Remaining profit after setting up funds (7=1-2-3-4-5-6)	4.028.121.815	4.028.121.815
8	Accumulated undistributed profit by the end of the previous year	158.928.832.723	158.928.832.723
9	Deducting the source of share issuance to increase share capital from equity.	0	50.291.450.000
10	Total undistributed profit (9=7+8-9)	162.956.954.538	112.665.504.538

Content 4: Adjustment of the profit distribution plan in 2025 as follows:

Unit: VND

STT	Quota	PPLN Plan Approved	Adjusted PPLN Plan
1	Profit after tax (EBIT)	14.000.000.000	10.910.000.000
2	Development investment fund setting up (6%/profit)	2.100.000.000	654.600.000
3	Deduction for setting up a welfare reward fund (5%/profit)	700.000.000	545.500.000
4	Deduction from the reward fund of the Board of Directors (2.5%/profit)	350.000.000	272.750.000
5	Deduct the total remuneration of the Board of Directors, the Audit Committee and the Audit Committee at a fixed rate/year	360.000.000	360.000.000

6	Cash dividend payment (6%/VDL)	9.018.087.000	9.018.087.000
7	Remaining profit after setting up funds (7=1-2-3-4-5-6)	1.471.913.000	59.063.000
8	Accumulated undistributed profit by the end of the previous year	162.956.954.538	112.665.504.538
9	Total undistributed profit (9=7+8)	164.428.867.538	112.724.567.538

The Extraordinary General Meeting of Shareholders in 2025 maintains the plan to pay cash dividends in 2025 at the rate of 6%/charter capital according to the Resolution of the Annual General Meeting of Shareholders in 2025.

The Extraordinary General Meeting of Shareholders in 2025 maintains the Reward Policy: Annually, in addition to the fixed remuneration, if the production and business results meet or exceed the plan, the Board of Directors will submit to the General Meeting of Shareholders for consideration and approval of specific bonuses for individuals and collectives, including the Board of Directors, the Board of Directors, etc managers, employees and employees according to the Resolution of the 2025 Annual General Meeting of Shareholders.

Content 5: Approving and promulgating the Company's Charter amended and supplemented for the XVII time on 06/11/2025 due to the change in the Company's organizational structure. This Charter replaces the Company's Charter previously issued.

Content 6: Approving the investment policy of the construction quarry project and authorizing the Board of Directors to organize the implementation:

1. Construction quarry mining projects:

- Location: Phu Giao Commune, Ho Chi Minh City (formerly Tam Lap Commune, Phu Giao District, Binh Duong Province).

- Investment objectives: Proactively source input materials, expand market share, increase revenue and long-term profits.

- Legal status: The mine area has had mineral exploration results, approved by the People's Committee of Binh Duong province to be included in the list of auction of mining rights for the period of 2025-2030.

- Total expected investment: Exceeding 35% of total assets, over VND 270 billion, but not exceeding 60% of total assets according to the latest reviewed or audited financial statements, within the Company's financial capacity

2. To authorize the Board of Directors to decide on investment, implementation and organization of project implementation, including but not limited to the following rights:

- Elaboration, appraisal, decision and approval of investment dossiers;

- Purchase/receive additional transfer of land use rights necessary for the implementation of the entire project in accordance with law;
- Carrying out legal procedures related to minerals, land, environment and investment;
- Determination of the total official investment, capital structure, implementation schedule;
- Deciding on contractor selection, signing contracts, and construction and operation management activities;

Perform other rights and obligations in accordance with the provisions of law and the Company's Charter.

Content 7: Dismissal of the title of non-executive member of the Board of Directors for the term 2024-2029 for Mr. Vo Van Lanh from 06/11/2025.

Article 2. This Resolution takes effect from the date of approval by the Extraordinary General Meeting of Shareholders in 2025.

Article 3. Shareholders, the Board of Directors, the Audit Committee, the General Director and relevant units are responsible for organizing the implementation of this Resolution according to their assigned functions and tasks and complying with the provisions of current law and the Company's Charter.

Distribution:

- As per Article 3;
- Public Disclosure;
- File: Records.

**CHAIRMAN OF THE BOARD OF
DIRECTORS**

Tu Vinh Trung