

DRAFT

## RESOLUTION

### 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS SAIGON TRAFFIC CONSTRUCTION JOINT STOCK COMPANY

**Pursuant to:**

- Law on Securities No. 54/2019/QH14 issued by the National Assembly on November 26, 2019;
- Law on Enterprises No. 59/2020/QH14 issued by the National Assembly on June 17, 2020;
- Minutes and results of the 2026 Annual General Meeting of Shareholders dated April 22, 2026, of Saigon Traffic Construction Joint Stock Company.

### RESOLVED

**Article 1.** Approval of the 2025 business performance report and the 2026 business plan of the Board of Management (*Document attached*).

**Article 2.** Approval of Report on the activities of the Board of Directors in 2025 (*Document attached*) with the following financial indicators:

▪ **2025 business results:**

*Unit: Billion VND*

No.	Item	2025 Plan	2025 Actual	Percentage (%) of completion
		(1)	(2)	(3)=(2)/(1)
1	Revenue	1,010.000	2,471.863	244.74%
2	Profit (after tax)	23.806	45.601	191.55%
3	Dividend (%)	7.0%	12.0%	171.43%

*(Note: Based on the 2025 audited Financial Statements)*

*(\*) projected 2025 dividend*

▪ **2026 Business Plan:**

*Unit: Billion VND*

No.	Item	2025 Plan	2026 Plan	Ratio 2026 Plan / 2025 Plan (%)
		(1)	(2)	(4)=(3)/(2)
1	Revenue	1,010.000	1,111.000	110.00%
2	Profit after tax	23.806	26.281	110.40%

3	Dividend (% x Charter Capital)	7.0%	7.7%	110.00%
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*Note: Profit after tax has been appropriated to the Science and Technology Development Fund.*

**Article 3.** Report on the activities of the Board of Supervisors in 2025 (*Document attached*).

**Article 4.** Approval of the Proposal on amending and supplementing the Charter on Organization and Operation of the Company (*Document attached*).

**Article 5.** Approval of the Proposal on amending and supplementing the Regulations on Organization and Operation of the Board of Directors of the Company (*Document attached*).

**Article 6.** Approval of the audited Financial Statements for 2025 (*Document attached*).

**Article 7.** Approval of the Proposal on the distribution of profits for 2025 (*Document attached*) with the following content:

**1. 2025 profit distribution:**

❖ 2025 performance results:

*Unit: VND*

No.	Item	According to the 2025 audited Financial Statements (Parent Company - Separate Financial Statements)	According to the 2025 Financial Statements (Consolidated)
1	Profit before tax	53,963,241,283	58,733,415,859
2	Current Corporate Income Tax	10,559,092,658	11,513,127,573
3	Profit after tax	41,785,251,625	45,601,391,286

❖ 2025 profit distribution as follows:

*Unit: VND*

No.	Item	Amount
I	Profit before tax excluding Science and Technology Fund appropriation	53,963,241,283
II	Appropriation for Science and Technology Fund (3% of Profit before tax)	1,618,897,000
III	Profit before tax after Science and Technology Fund appropriation	52,344,344,283
IV	Profit after tax according to independent audit (to be distributed)	41,785,251,625
1	Profit distribution to associated capital contributors according to signed economic contracts (if any)	

<b>No.</b>	<b>Item</b>	<b>Amount</b>
2	Profit sharing for associated capital contributors according to the signed economic contract (If any)	
3	Offset prior years' losses, no longer deductible from profit before tax as regulated.	
4	Appropriation to Reward and Welfare Fund (18.15% of distributable Profit after tax)	7,585,534,825
4a	Reward and Welfare Fund for employees (75% of total Reward & Welfare fund)	5,689,151,119
	<i>Reward Fund</i>	3,501,200,000
	<i>Welfare Fund</i>	2,187,951,119
4b	Managerial Reward Fund (25% of total Reward & Welfare fund) (*) In which Board of Supervisors Reward Fund: 522,362,976 VND	1,896,383,706
5	The remaining profit shall be used for cash dividend payment at 12% of Charter Capital	34,199,716,800

(\*) Managerial Reward Fund is distributed to Company Managers, Deputy General Directors, Chief Accountant, and Board of Supervisors.

The General Director is authorized to balance/allocate funds between the Reward Fund and the Welfare Fund. The remaining balances of the Reward and Welfare Funds shall be carried forward for use in subsequent years, and the General Director is tasked with ensuring their proper utilization for the intended purposes.

## **2. Dividend payment time:**

Within 6 months from the date of approval by the General Meeting of Shareholders. Payment may be executed in one or multiple installments. Authorize the General Director to decide on all matters related to the payment of 2025 dividends.

**Article 8.** Approval of the Proposal on the 2026 profit distribution plan (Proposal attached) with the following content:

### 1. 2026 profit distribution plan:

*Unit: VND*

<b>No.</b>	<b>Item</b>	<b>Amount</b>
I	Profit before tax, not yet deducting the Science and Technology Development Fund	34,220,338,000
II	Allocation to the science and technology fund (4% x Taxable income)	1,368,814,000
III	Distribution of Profit After Tax is as follows:	26,281,219,280
1	Profit sharing for associated capital contributors according to the signed economic contract (If any)	0

2	Offset prior years' losses, no longer deductible from profit before tax as regulated.	0
3	Allocation to the enterprise development fund	0
4	Allocation to the reward and welfare fund (16.5% of distributable Profit After Tax)	4,336,401,000
a	<i>Reward and Welfare Fund for employees - 75% of the reward and welfare fund</i>	
b	<i>Management reward fund - 25% of the reward and welfare fund</i>	
5	The remaining profit for dividend payment is 7.7% of Charter Capital	21,944,818,280

The Company shall appropriate 16.5% of the 2026 actual profit after tax to the reward and welfare funds; in which: Reward and Welfare Fund for employees accounts for 75%, and Management Reward Fund accounts for 25%. The Management Reward Fund is distributed to: Company Managers, Deputy General Directors, Chief Accountant, and Board of Supervisors.

2. Depending on the actual situation, the Board of Management may propose adjustments to certain 2026 financial plan indicators as appropriate.

3. In the event that the 2026 profit after tax exceeds the plan (after appropriating 16.5% of the profit after tax to the reward and welfare funds), the Company is proposed to appropriate to the development and investment fund (maximum appropriation rate of 30% of 2026 profit after tax), while ensuring the 2026 dividend payment rate remains 7.7% of the charter capital.

The General Director is authorized to balance/allocate funds between the Reward Fund and the Welfare Fund. The remaining balances of the Reward and Welfare Funds shall be carried forward for use in subsequent years, and the General Director is tasked with ensuring their proper utilization for the intended purposes.

To provide timely care for the lives of employees, depending on the annual actual business situation, the Company may temporarily appropriate for reward and welfare expenses, provided that it guarantees the dividend payment target assigned annually by the General Meeting of Shareholders.

4. Science and Technology Fund: Depending on the Company's financial situation, authorizing the General Director to proactively balance the reversal of the science and technology fund of previous years in accordance with regulations.

**Article 9.** Approval of the Proposal on remuneration and operating expenses for the Board of Directors, Board of Supervisors, and the Person in charge of corporate governance cum Secretary of the Board of Directors in 2026, specifically as follows:

Unit: VND/year

No.	Content	Number of persons	Remuneration level
1.	Board of Directors	05	534.000.000
2.	Board of Supervisors	03	630.000.000

3.	Person in charge of corporate governance cum Secretary of the Board of Directors	01	55.200.000
<b>Total</b>		<b>09</b>	<b>1.219.200.000 (*)</b>

In which, the expected number of personnel and remuneration paid to members of the Board of Directors, Board of Supervisors, and the Person in charge of corporate governance cum Secretary of the Board of Directors are as follows:

- Non-executive Chairman of the Board of Directors (01 person): 15,700,000 VND/month/person.
- Non-executive member of the Board of Directors (04 persons): 7,200,000 VND/month/person.
- Full-time Head of the Board of Supervisors (01 person): 42,300,000 VND/month/person.
- Member of the Board of Supervisors (02 persons): 5,100,000 VND/month/person.
- Person in charge of corporate governance cum Secretary of the Board of Directors (01 person): 4,600,000 VND/month/person.

*(\*) This remuneration expense will vary depending on the number of personnel and the number of working months of the members of the Board of Directors and the Board of Supervisors.*

**Article 10.** Approve the proposal on the selection of an auditing company for 2026 (Proposal attached) with some main contents as follows:

Approving the list of auditing companies to select a company to perform the audit of the Company's financial statements in the fiscal year 2026, including:

- NVA Auditing Company Limited;
- UHY Auditing and Consulting Company Limited;
- Southern Auditing and Accounting Financial Consulting Services Company Limited (AASCs);

The General Meeting of Shareholders authorizes the Board of Directors to decide on selecting one of the auditing companies in the above list to audit the Company's financial statements for the fiscal year 2026.

**Article 11.** Approval of the Proposal on the election of members of the Board of Directors and members of the Board of Supervisors for the 2026 – 2031 term, in which the number of members of the Board of Directors for the 2026 – 2031 term is 05 members, and the number of members of the Board of Supervisors for the 2026 – 2031 term is 03 members (Document attached).

**Article 12.** Approval of the election results for members of the Board of Directors and members of the Board of Supervisors for the 2026 - 2031 term as follows:

List of members of the Board of Directors for the 2026 – 2031 term:

- .....
- .....
- .....
- .....
- .....

List of members of the Board of Supervisors for the 2026 – 2031 term:

- .....
- .....
- .....

The Board of Directors for the 2026 – 2031 term has convened and announced Mr./Ms. .... as the non-executive Chairman of the Board of Directors.

The Board of Supervisors for the 2026 – 2031 term has convened and announced Mr./Ms. .... as the Head of the Board of Supervisors.

**Article 13.** Assigning the Board of Directors and the Board of Management of Saigon Traffic Construction Joint Stock Company to organize the implementation of the contents approved by the General Meeting of Shareholders in this Resolution and to proceed with necessary procedures to ensure compliance with the law.

The Board of Supervisors of Saigon Traffic Construction Joint Stock Company is responsible for monitoring the implementation of the Resolution of the General Meeting of Shareholders.

**Article 14.** This Resolution takes effect from the date of signing./.

**Recipients:**

- Company shareholders;
- Board of Directors,  
Board of Supervisors,  
Board of Management;
- Archived:           General  
Meeting file.

**ON BEHALF OF THE GENERAL MEETING OF  
SHAREHOLDERS  
SAIGON TRAFFIC CONSTRUCTION  
JOINT STOCK COMPANY  
CHAIRPERSON OF THE GENERAL MEETING**

**HOANG NGOC HUNG**