

No: 01/NQ-ĐHĐCĐ

Tien Giang, April 22, 2025

RESOLUTION
ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025
TIEN GIANG INVESTMENT AND CONSTRUCTION
JOINT STOCK COMPANY

Base:

- *Pursuant to Law on Enterprises No. 59/2020/QH14 dated June 17, 2020;*
- *Pursuant to Securities Law No. 54/2019/QH14 dated November 26, 2019;*
- *Pursuant to the Charter of organization and operation of Tien Giang Investment and Construction Joint Stock Company;*
- *Pursuant to the Minutes of the 2025 Annual General Meeting of Shareholders of Tien Giang Investment and Construction Joint Stock Company dated April 22, 2025.*

On April 22, 2025, the General Meeting of Shareholders (GMS) of Tien Giang Investment and Construction Joint Stock Company was held with the participation of 176 Shareholders and Shareholders' representatives, owning and representing ownership of 19,504,252 voting shares, accounting for 75.18% of the total number of voting shares of the Company.

RESOLUTION:

Content 1: Approval of the Board of Directors' 2024 performance report and 2025 performance plan.

Content 2: Approval of the evaluation report of the independent members of the Board of Directors in 2024.

Content 3: Approval of the Board of Directors' report on business performance in 2024 and business plan in 2025.

Content 4: Approval of the Board of Supervisors' 2024 Operational Report and 2025 Operational Plan.

Content 5: Approval of the 2024 financial statements audited by FAC Auditing Company Limited.

Content 6: Approval of production, business and investment plan for 2025.

- Consolidated net revenue: 1,976 billion VND;
- Consolidated profit after tax: 160 billion VND, strive to reach 180 billion;
- Total investment value: 498.4 billion VND.

Content 7: Approval of profit distribution plan, dividend payment for 2024 and plan for 2025.



I. Profit distribution plan for 2024

STT No.	INDICATORS	2024	NOTE
1	Undistributed profit after tax of previous year	99,500,339,104	
2	2024 net profit	141.814.006.374	
3	Total distributable net profit	241,314,345,478	
4	Profit Distribution	159,040,592,785	
4.1	Deduction from development investment fund (20% of net profit in 2024)	28,362,801,275	
4.2	Deduction from welfare reward fund (8% of 2024 profit after tax)	11,345,120,510	
4.3	Pay dividends in 2024 to shareholders (50%/Charter capital)	129,709,431,000	
	• Interim dividend payment for the 1st + 2nd period (20%/Charter capital)	51,883,774,000	
	• Pay remaining dividend in 2024 in cash (10%/Charter Capital)	25,941,887,000	
	• Pay remaining dividend in 2024 by shares (20%/Charter Capital)	51,883,770,000	
5	Remaining profit after distribution	71,896,992,693	

- Distribution of Development Investment Fund (DIF):

The balance of DIF in the separate financial statements on December 31, 2024 is VND 210,491,086,626.

Transfer from DIF in separate financial statements to DIF at 2 Concrete Companies, detailed value as follows:

+ TICCO Concrete Company Limited: maximum 25,000,000,000 VND;

+ TICCO Tan Phuoc Concrete Company Limited: maximum 44,000,000,000 VND;

+Assign the Board of Directors to carry out necessary procedures when approved by the General Meeting of Shareholders.

II. Dividend payment plan for 2024:

Approval of the 2024 dividend payment plan as follows:

1. Dividend payout ratio in 2024: 50%/Charter capital 259,418,870,000 VND

Payment method:

- In cash: 30%/Charter capital
- By stock: 20%/Charter capital

2. Payment source: From after-tax profit on the Company's audited consolidated financial statements in 2024.

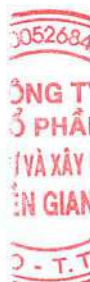
Implementing organization:

- Regarding the 2024 profit distribution plan: The General Meeting of Shareholders authorizes the Board of Directors to decide and direct the implementation:

- Pay the remaining cash dividend.

• Prepare a plan to pay dividends in shares in accordance with current laws and report to shareholders at the most recent General Meeting of Shareholders. Specifically as follows:

4.1. Stock name:	Shares of Tien Giang Investment and Construction Joint Stock Company
4.2. Stock code:	THG
4.3. Stock type:	Common stock
4.4. Share par value:	10,000 VND/ VND (Ten thousand dong)
4.5. Number of shares before issuance:	25,941,887 shares
4.6. Dividend payout ratio:	20%/Equity A shareholder who owns 100 shares receives 20 shares.
4.7. Number of outstanding shares:	25,941,887 shares
4.8. Number of shares expected to be issued:	5,188,377 shares
4.9. Expected issuance value at par value:	51,883,770,000 VND
4.10. Issuer:	Existing shareholders whose names are on the Company's shareholder list on the last registration date to close the shareholder list to exercise rights.
4.11. Release method:	Issued shares will be distributed by exercise of rights.
4.12. Handling of fractional shares:	The number of shares issued will be rounded down to the nearest unit, and any decimal fractions (if any) arising will be cancelled.



- 4.13. Regulations on transfer restrictions: No transfer restrictions
- 4.14. Legal source of capital for issuance: From the accumulated after-tax profits of the years up to December 31, 2024 according to the audited financial statements of 2024.
- 4.15. Time of implementation: The specific time will be decided by the Board of Directors immediately after receiving approval from the State Securities Commission to notify receipt of full documents reporting the issuance of shares to pay dividends in 2024.
- 4.16. Authorization to the Board of Directors:
- Carry out necessary procedures according to the provisions of the Law to carry out the issuance of shares.
 - Carry out listing procedures and register additional issued shares with the Ho Chi Minh City Stock Exchange and register additional shares at the Vietnam Securities Depository Center.
 - Amend and supplement the Company's Charter of Organization and Operation according to the newly increased charter capital scale.
 - Carry out procedures to change the business registration certificate with the Department of Planning and Investment of Tien Giang province after completing the issuance.

III. Approval of changing the company's charter capital according to the 2024 dividend payment plan.

- Registered company charter capital: 259,418,870,000 VND
- Expected charter capital increase: 51,883,770,000 VND
- Expected charter capital after adjustment: 311,302,640,000 VND

(In words: Three hundred eleven billion, three hundred and two million, six hundred and forty thousand dong)

- Form of capital increase: Issuing shares to pay dividends to shareholders to increase charter capital according to the 2024 dividend payment plan.
- Assign the Board of Directors to carry out procedures for registering an increase in charter capital after the end of the stock issuance according to regulations.

IV. Profit distribution plan for 2025:

Expected profit after tax in 2025 is 160 billion VND. Expected usage plan:

1. Dividends paid to shareholders: 40%/charter capital;
2. Development investment fund: 20% of profit after tax;
3. Bonus and welfare fund: 8% of profit after tax.

Content 8: Approval of remuneration for the Board of Directors and Board of Supervisors in 2024 and plan for 2025.

I/ Approval of remuneration settlement for the Board of Directors and Board of Supervisors in 2024

1) Board of Directors' remuneration:

a) Profit for remuneration calculation (Profit after tax of the parent company according to the consolidated financial statements in 2024):	141,814,006,374 VND
b) Remuneration deduction rate:	1.50%
c) Remuneration received: (a) x (b)	2,127,210,096 VND
d) Advance payment in 2024:	720,000,000 VND
e) Remaining: (c) – (d)	1,407,210,096 VND

The remaining amount: VND 1,407,210,096 will be spent after the Congress approves.

2) Board of Supervisors' remuneration:

a) Remuneration approved under Resolution No. 01/NQ-ĐHĐCĐ dated April 23, 2024 of the 2024 Annual General Meeting of Shareholders:

- Head of Department (01 person)	9 million VND/person/month x 12 months	108,000,000 VND
- Members (02 people)	8 million VND/person/month x 12 months	192,000,000 VND
Total		300,000,000 VND

b) Amount spent: 300,000,000 VND

II/ Remuneration plan for the Board of Directors and Board of Supervisors in 2025:

- a) Board of Directors' remuneration: 1.5% x Profit after tax.
- b) Board of Supervisors' remuneration:

- Head of Department: 9,000,000 VND/person/month
- Member: 8,000,000 VND/person/month

Content 9: Approval of the selection of Auditing Company for 2025 Financial Statements.

Approving the list of Auditing Companies to audit the 2025 Financial Statements as follows:

1. AFC Vietnam Auditing Company Limited;
2. RSM Vietnam Auditing and Consulting Co., Ltd;
3. FAC Auditing Company Limited;
4. A&C Auditing and Consulting Company Limited;
5. Sao Viet Auditing Company Limited.

Authorize the Board of Directors to select an Auditing Company from the submitted list.

Content 10: Through transactions with related parties.

Content 11: Through rewarding the Company's employees.

Content 12: Approval of amendments and supplements to the Charter and Corporate Governance Regulations.

The Resolution of the 2025 Annual General Meeting of Shareholders of Tien Giang Investment and Construction Joint Stock Company was approved in full at the meeting. The Board of Directors and the Board of General Directors of the Company are responsible for implementing this resolution.

This Resolution takes effect from the date of signing.

Recipient:

- THG shareholders;
 - Board of Directors, Supervisory Board, General Director, Company Secretary;
 - Archives; Board of Directors Office.
- (2025 Shareholders' Meeting Documents).

**ON BEHALF OF THE GENERAL
MEETING OF SHAREHOLDERS
CHAIRMAN OF BOD**



Trần Hoàng Huan

Note: This document is prepared in both Vietnamese and English with equal legal validity. In case of any discrepancy between the Vietnamese and English versions, the Vietnamese version shall prevail.