



DRAFT

RESOLUTION

On approval of the profit distribution plan and dividend payment for 2025 and the profit distribution plan for 2026

**THE GENERAL MEETING OF SHAREHOLDERS
DEO CA TRAFFIC INFRASTRUCTURE INVESTMENT JOINT STOCK
COMPANY**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020 and documents amending, supplementing, and guiding its implementation;
- Pursuant to the Law on Securities No. 54/2019/QH14 dated November 26, 2019 and documents amending, supplementing, and guiding its implementation;
- Pursuant to the Charter of Deo Ca Traffic Infrastructure Investment Joint Stock Company (the Charter);
- Considering Proposal No. 03/2026/TTr-HDQT dated April 3, 2026 of the Board of Directors (BOD) of Deo Ca Traffic Infrastructure Investment Joint Stock Company (the Company/HHV) on the approval of profit distribution, dividend payment for 2025, and the profit distribution plan for 2026;
- Pursuant to the Minutes of the Annual General Meeting No. 01/2026/BB-DHDCD dated .../ .../ 2026 of the General Meeting of Shareholders (GMS) of the Company.

RESOLVES:

Article 1. Approve the profit distribution plan and dividend payment for 2025 of the Company as follows:

1. Allocation to Bonus and Welfare Fund: **2,859,000,000 VND** (equivalent to 1% of profit after tax according to the audited separate financial statements for 2025 of the Company)
2. Allocation to Development Investment Fund: **5,000,000,000 VND** (equivalent to 1.75% of profit after tax according to the audited separate financial statements for 2025 of the Company)
3. Dividend payment for 2025 in shares: **273,583,140,000 VND** (05% of charter capital; equivalent to 62.71% of undistributed profit after tax under audited separate financial statements for 2025; 18.91% under audited consolidated financial statements for 2025).

Article 2. Approve the share issuance plan for dividend payment for 2025, as follows:

1. Name of issuing organization: **Deo Ca Traffic Infrastructure Investment Joint Stock Company**
2. Type of shares: Ordinary shares
3. Stock code: **HHV**
4. Par value: 10.000 VND /share.
5. Charter capital at the time of dividend payment: **5,471,662,960,000 VND** (*In words: Five trillion four hundred seventy-one billion six hundred sixty-two million nine hundred sixty thousand dong*).
6. Number of treasury shares: None.
7. Number of outstanding shares at the time of dividend payment: **547,166,296 shares** (*In words: Five hundred forty-seven million one hundred sixty-six thousand two hundred ninety-six shares*).
8. Maximum number of shares to be issued for dividend payment: **27,358,314 shares** (*In words: Twenty-seven million three hundred fifty-eight thousand three hundred fourteen shares*).
9. Total par value of shares proposed to be issued (maximum): **273,583,140,000 VND** (*In words: Two hundred seventy-three billion five hundred eighty-three million one hundred forty thousand dong*).
10. Expected charter capital after issuance: **5,745,246,100,000 VND** (*In words: Five trillion seven hundred forty-five billion two hundred forty-six million one hundred thousand dong*).
11. Issuance method: Issuance of shares for dividend payment.
12. Issuance ratio/Total outstanding shares: **05%** (*five percent*).
13. Exercise ratio: **20:1** (*At the record date, a shareholder owning 01 share will receive 01 right; owning 20 rights will receive 01 additional new share*).
14. Expected issuance time: In 2026, after obtaining approval from the State Securities Commission of Vietnam (SSC).
15. Eligible investors: Existing shareholders on the record date provided by Vietnam Securities Depository and Clearing Corporation (VSDC).
16. Funding source: Undistributed after-tax profit according to audited separate financial statements for 2025.
17. Rounding principle: Shares will be rounded down to whole units; fractional shares will be cancelled.

Example: On the record date, Shareholder Nguyen Van A owns 50 (fifty) shares; accordingly, Shareholder A shall be entitled to receive dividends equivalent to 2.5 shares. In accordance with the fractional share treatment policy, the number of dividend shares to be received by Shareholder Nguyen Van A, after rounding down



to the nearest whole number, shall be 2 (two) shares. The fractional portion of 0.5 share shall be cancelled.

18. Transfer restriction: Issued shares are not restricted. Shareholders may not transfer rights to third parties. Restricted shareholders are still entitled to receive dividends in shares, and such shares are not restricted.
19. Purpose: Issuance of shares to pay dividends for 2025.
20. The GMS assigns the BOD to carry out procedures and tasks related to the issuance of shares for dividend payment for 2025 as follows:
 - a) To implement all procedures and documentation, including the development of a detailed issuance plan, as well as the supplementation, amendment, and completion of the issuance plan in accordance with the requirements of competent authorities and/or in line with actual circumstances; and to execute all relevant legal documents and dossiers to ensure that the issuance is conducted lawfully, in compliance with regulations, and in a manner that safeguards the interests of both the Shareholders and the Company.
 - b) To determine the timing of the issuance, and to prepare, finalize, amend, and supplement, if any, the share issuance dossier for submission to competent authorities in compliance with applicable laws;
 - c) To decide on the record date for determining the list of Shareholders entitled to exercise their rights, as well as other timelines related to the implementation of the issuance plan, and to carry out procedures for finalizing the list of shareholders in accordance with regulations;
 - d) To carry out necessary procedures to ensure that the share issuance complies with regulation on foreign ownership limits applicable to the business sectors in which the Company operates;
 - e) To perform necessary procedures in accordance with regulations at the business registration authority to amend the Company's enterprise registration information in relation to changes in charter capital corresponding to the result of the completed issuance;
 - f) To amend, supplement, and update relevant provisions of the Company's Charter to reflect the updated charter capital and newly issued shares upon completion of the issuance, and to conduct disclosure and information publication in accordance with legal regulations;
 - g) To carry out procedures for additional securities depository registration at VSDC and additional listing registration at the Ho Chi Minh City Stock Exchange for the entire number of shares issued under the plan approved by the GMS, in compliance with applicable laws;
 - h) Depending on specific circumstances, the BOD may authorize or delegate the General Director – the legal representative of the Company – to carry out all or part of the tasks related to the share issuance for dividend payment for 2025 as approved by the GMS under this Resolution.

Article 3. Approval of the profit distribution plan for 2026, as follows:

1. To approve the plan for dividend payment for 2026 in cash or shares with an expected payout ratio of 05% (five percent) based on the par value of shares, provided that such payment does not exceed the undistributed after-tax profit as stated in the audited separate financial statements of the Parent Company for 2026.
2. To approve the policy on interim dividend payment for 2026 and to authorize the BOD to have full authority to decide on all matters relating to the interim dividend payment for 2026, including but not limited to whether or not to implement such interim dividend payment, the interim dividend rate, timing, method of payment, and other related matters concerning the interim dividend payment to Shareholders, based on the Company's business performance and business plan at each relevant time, while ensuring optimization of the Company's cash flow.

Article 4. Shareholders, the Board of Directors, Board of Supervisors, Board of Management and related persons are responsible for implementation.

This Resolution takes effect from the date of signing./.

Recipients:

- As Article 4;
- Information disclosure;
- Board of Supervisors;
- Archived: BOD Office, GMS records.

**ON BEHALF OF THE GENERAL MEETING OF
SHAREHOLDERS
CHAIRPERSON**

**CHAIRMAN OF THE BOARD OF DIRECTORS
Ho Minh Hoang**

