

**DISCLOSURE OF INFORMATION ON THE ELECTRONIC
INFORMATION PORTAL
OF THE STATE SECURITIES COMMISSION OF VIETNAM
AND HANOI STOCK EXCHANGE**

To: - State Securities Commission of Vietnam;
- Hanoi Stock Exchange

I. Information of the Disclosing Organization

1. Company Name: Dong Nai Material & Building Investment Joint - Stock Company
2. Head Office Address: No. 138, KP1, Nguyen Ai Quoc Street, Trang Dai Ward, Bien Hoa City, Dong Nai Province.
3. Stock Symbol: **DND**
4. Trading Platform: UPCOM
5. Phone: 02513 899 886 Fax: 02513 997 894
6. Email: tckt@vatlieudongnai.vn
7. Authorized Representative for Disclosure: Mr. Trần Anh Điền – Legal Representative
8. Type of Information Disclosure:
 Regular Extraordinary 24h Upon Request

II. Information Disclosure Details:

Dong Nai Material & Building Investment Joint - Stock Company announces information regarding the invitation and documents for the 2025 Annual General Meeting of Shareholders.

This information has been published on the Dong Nai Material & Building Investment Joint - Stock Company's electronic information portal on the date 20 / 03 / 2025 at the following link: <http://www.vatlieudongnai.vn>.

We commit that the disclosed information is accurate and take full responsibility before the law for the content of the disclosed information.

LEGAL REPRESENTATIVE OF THE COMPANY

GENERAL DIRECTOR

Recipients:

- As addressed;
- Archived: Finance and Accounting Department, Files.

*** Attached Documents**

- Notification No. 106/TB.HĐQT-DNC.



Trần Anh Dien

**NOTICE OF INVITATION TO THE ANNUAL GENERAL MEETING OF
SHAREHOLDERS IN 2025**

**To: General Meeting of Shareholders of Dong Nai Material & Building Investment
Joint Stock Company**

- Enterprise name: DONG NAI MATERIAL & BUILDING INVESTMENT JOINT STOCK COMPANY
- Stock code: DND Enterprise code: 3600259352.
- Location: 138 Nguyen Ai Quoc Street, Quarter 1, Trang Dai Ward, Bien Hoa City, Dong Nai Province.

**We respectfully invite our esteemed shareholders to attend the Company
Annual General Meeting of Shareholders in 2025.**

- 1. Time of meeting:** 14:00 (2:00 PM) Sunday, April 13, 2025 (Sunday).
- 2. Location:** Company Hall, 138 Nguyen Ai Quoc Street, Quarter 1, Trang Dai Ward, Bien Hoa City, Dong Nai Province.
- 3. Meeting agenda:** As per the attached Meeting Program.
- 4. Meeting's documents:** Shareholders may access the meeting documents on the Company's website at <http://www.vatlieudongnai.vn> (under the Shareholders/General Meeting/2025 section) from 20/03/2025. The documents will also be provided to shareholders upon attending the meeting.
- 5. Registration for attendance:** To facilitate the meeting arrangements, shareholders are kindly requested to register their attendance before **09:00 AM on April 10, 2025 (Thursday)** by:
 - Confirming participation via the Registration/Proxy Form and sending it to the Company's headquarter at: 138 Nguyen Ai Quoc Street, Quarter 1, Trang Dai Ward, Bien Hoa City, Dong Nai Province.
 - Contacting the Finance & Accounting Department at Phone: 02513 899886 – 19 or via Email: tckt@vatlieudongnai.vn.
- 6. Attendance requirements:** When attending the meeting, shareholders are kindly requested to bring: the Invitation Letter, the original personal identification documents, and the Proxy Letter (if applicable)

This notice serves as an **invitation to the meeting** in case the esteemed shareholder has not received the official invitation letter.

Respectfully.

Recipients:

- As above;
- Archived: Files.

**O/B. BOARD OF DIRECTORS
CHAIRMAN**



Truong Viet Hoang Son

Bien Hoa, day 20 month 03 year 2025



AGENDA
ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025

Day 13 month 4 year 2025

Time	Agenda
13:30 – 14:00	Reception of delegates and shareholders, Registration of shareholders attending the meeting, Distribution of meeting documents.
14:00 – 14:20	Organizing committee: Opening statement, introduction of delegates and participants.
	Report on the eligibility of attending shareholders; Introduction of the Presiding Board and Chairperson of the Meeting; Election of the Secretariat; Approval of the list of the Voting Committee.
	Approval of the Meeting Regulations; Approval of the Meeting Agenda.
14:20 – 15:20	Presentation of reports and proposals: <ul style="list-style-type: none">- Report on business results for 2024 and business operational plan for 2025;- Report on the activities of the Board of Directors in 2024 and the plan for 2025;- Report of the Supervisory Board on the inspection and supervision of the Company's business activities in 2024;- Audited financial statements for 2024;- Proposal on profit distribution for 2024 and the profit distribution plan for 2025;- Proposal on the salary of executives, and remuneration for the Board of Directors, Supervisory Board, and Board Secretary in 2024 and the plan for 2025;- Proposal on selecting an auditing firm for the 2025 financial statements;- Proposal on changing the Company's Logo, Product Logo, and amending the Company's Charter- Proposal on adjusting the plan for using proceeds from the private share issuance;- Proposal on the dismissal of a Board of Directors member;- Proposal on the dismissal of a Supervisory Board member;- Proposal on the list of candidates for additional election of Board of Directors and Supervisory Board members.

Time	Agenda
	- Other matters within the authority of the General Meeting of Shareholders (if any)
15:20 – 15:40	Discussion session.
15:40 - 16:00	Guidelines for voting procedures; the General Meeting votes to approve reports and proposals
	<ul style="list-style-type: none"> - Approval of the election regulations for additional Board of Directors and Supervisory Board members; - Guidelines for the election process, shareholders proceed with voting for additional Board of Directors and Supervisory Board members.
16:00 – 16:15	Break– Vote counting for resolutions/voting ballots
16:15 – 16:30	<ul style="list-style-type: none"> - Report on vote counting results. - Announcement of the election results for additional Board of Directors and Supervisory Board members.
	Approval of the Resolutions and Meeting Minutes.
	Closing of the Meeting.

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....., day.... month..... year 2025



**REGISTRATION/ AUTHORIZATION FORM FOR MEETING
ATTENDANCE**

Annual General Meeting of Shareholders in 2025

Shareholder's name (Individual/ Organization):

Legal documents no.: Date of issue:

Address:

Phone number:

Number of shares owned: shares (in words))

Register for attendance.

Authorize attendance to:

Mr./Mrs.:

Legal documents no.:

Date of issue: Place of issue:

Number of shares authorized: shares (in words.....))

If the Shareholder does not attend the Meeting and does not have an authorized representative, the Shareholder may authorize one of the following members of DNC Company (mark X or ✓ in one of the following boxes):

Mr. **Trương Việt Hoàng Sơn** – Chairman of the Board of Directors.

Mr. **Trần Anh Điền** – Chief Executive Officer.

Authorization details:

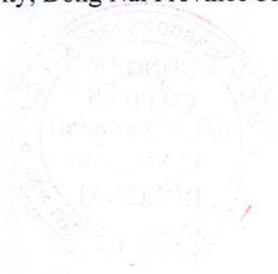
The Authorized Representative shall represent the Grantor to attend the 2025 Annual General Meeting of Shareholders of DNC Company, which will be held on April 13, 2025, and exercise all rights and obligations at the Meeting corresponding to the number of shares authorized. The Authorized Representative is not permitted to delegate this authorization to any third party.

I/ We take full responsibility for this authorization and commit to complying with the applicable laws and the Charter of Dong Nai Material & Building Investment Joint Stock Company.

Authorized representative
(sign and write full name)

Registrant / Grantor of authorization
(sign and write full name)
(stamp if an organization)

Note: Please kindly send the registration/proxy authorization form to Dong Nai Construction and Materials Investment Joint Stock Company at 138 Nguyen Ai Quoc Street, KP 1, Trang Dai Ward, Bien Hoa City, Dong Nai Province before 09:00 AM on April 10, 2025.



NOTICE

**Regarding the nomination and candidacy for additional election of Board of
Directors and Supervisory Board members for Term IV (2021-2026)**

- Pursuant to the Enterprise Law No. 59/2020/QH14 dated June 17, 2020;
- Pursuant to the Charter of Dong Nai Material & Building Investment Joint Stock Company;

The Board of Directors of Dong Nai Material & Building Investment Joint Stock Company (DNC) hereby informs the esteemed shareholders of the additional election of members to the Board of Directors and the Supervisory Board for Term IV (2021-2026) as follows:

I. Additional election of a Board of Directors member

1. Number of positions: 01 member

2. Conditions for nomination and candidacy:

- Shareholders have the right to aggregate their voting rights to nominate candidates for the Board of Directors. A shareholder or a group of shareholders holding: From 10% to less than 20% of total voting shares may nominate one (01) candidate; From 20% to less than 30% may nominate up to two (02) candidates; From 30% to less than 40% may nominate up to three (03) candidates; From 40% to less than 50% may nominate up to four (04) candidates; 50% or more may nominate up to five (05) candidates.

- The nominee must not be subject to the restrictions outlined in Clause 2, Article 17 of the Enterprise Law;

- The nominee must possess expertise and experience in business management or in the industry in which the Company operates and is not required to be a shareholder of the Company;

- The nominee may concurrently serve as a Board of Directors member in no more than five (05) other companies;

- The nominee must not have family relations with:

+ The General Director or other managerial personnel of the Company;

+ Managers or individuals authorized to appoint managers of the parent company.

II. Additional election of a Supervisory Board member

1. Number of positions: 01 member

2. Conditions for nomination and candidacy:

- Shareholders have the right to aggregate their voting rights to nominate candidates for the Supervisory Board. A shareholder or a group of shareholders holding: From 10% to less than 25% of total voting shares may nominate one (01) candidate; From 25% to less than 50% may nominate up to two (02) candidates; 50% or more may nominate up to three

(03) candidates.

- The nominee must not be subject to the restrictions outlined in Clause 2, Article 17 of the Enterprise Law;
- The nominee must have training in one of the following fields: economics, finance, accounting, auditing, law, business administration, or a discipline relevant to the Company's business activities;
- The nominee must not have family relations with:
 - + Members of the Board of Directors, the General Director, and other managerial personnel of the parent company;
 - + Members of the Board of Directors, the General Director, and other managerial personnel of the Company;
 - + Representatives of state capital in the parent company;
 - + Representatives of the parent company's capital in the Company.
- The nominee must not be a manager of the Company and is not required to be a shareholder or an employee of the Company;
- The nominee must not work in the Company's accounting or finance department;
- The nominee must not be a member or an employee of an independent auditing firm that has audited the Company's financial statements in the past three consecutive years.

III. Submission deadline and application address:

- Application documents:
 - + Nomination/Application Form (as per the provided template);
 - + Curriculum Vitae (as per the provided template);
 - + Copy of diplomas, certificates of educational and professional qualifications;

(When submitting the application, please also send a soft copy via Zalo to 0973.091102)
- Application deadline: Before **16:00 on April 7, 2024** (Monday).
- Submission address: Dong Nai Material & Building Investment Joint Stock Company, 138 Nguyen Ai Quoc, Quarter 1, Ward Trang Dai, Bien Hoa City, Dong Nai Province. Phone: 0251.3899886 (ext. 21) / 0973.091102 (Ms. Liên).

Recipients:

- As above;
- Archive: Vt.

On behalf of the **BOARD OF DIRECTORS**
CHAIRMAN



Truong Viet Hoang Son

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....., day month..... year 2025

NOMINATION/ SELF-NOMINATION FORM FOR THE BOARD OF DIRECTORS OF DONG NAI MATERIAL & BUILDING INVESTMENT JOINT STOCK COMPANY

To: Dong Nai Material & Building Investment Joint Stock Company

Pursuant to the Enterprises Law and the Charter of Dong Nai Material & Building Investment Joint Stock Company.

I/ We include:

No.	Shareholder's Name	Legal Documents	Number of Shares Owned (*)	Ratio % (**)	Signature
1					
2					
.....					
	Total				

(*) Number of shares owned as of the record date (March 17, 2025).

(**) Calculated based on the total number of company shares: 12,834,000 shares.

I/ We hereby nominate/ self-nominate:

Mr./Mrs. :

Legal Document No.:

Date of Issue: / ... / Place of Issue:

as a candidate for the additional election to the Board of Directors, Term IV (2021 – 2026) at the Annual General Meeting of Shareholders of Dong Nai Material & Building Investment Joint Stock Company held on April 13, 2025.

Attached application documents:

- Original: Curriculum vitae with a photo attached;
- Notarized copies: Personal legal documents, relevant certificates and diplomas.

Nominated candidate
(sign and write full name)

....., day month..... year

Nominator/ Self-nominator
(sign and write full name)

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....., day.... month..... year 2025

NOMINATION/ SELF-NOMINATION FORM FOR THE SUPERVISORY BOARD OF DONG NAI MATERIAL & BUILDING INVESTMENT JOINT STOCK COMPANY

To: Dong Nai Material & Building Investment Joint Stock Company

Pursuant to the Enterprises Law and the Charter of Dong Nai Material & Building Investment Joint Stock Company.

I/ We include:

No.	Shareholder's Name	Legal Documents	Number of Shares Owned (*)	Ratio % (**)	Signature
1					
2					
.....					
	Total				

(*) Number of shares owned as of the record date (March 17, 2025).

(**) Calculated based on the total number of company shares: 12,834,000 shares.

I/ We hereby nominate/ self-nominate:

Mr./Mrs. :

Legal Document No.:

Date of Issue: / ... / Place of Issue:

as a candidate for the additional election to the Supervisory Board, Term IV (2021 – 2026) at the Annual General Meeting of Shareholders of Dong Nai Material & Building Investment Joint Stock Company held on April 13, 2025.

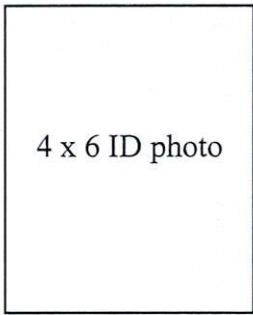
Attached application documents:

- Original: Curriculum vitae with a photo attached;
- Notarized copies: Personal legal documents, relevant certificates and diplomas.

....., day....month.....year

Nominated candidate
(sign and write full name)

Nominator/ Self-nominator
(sign and write full name)



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CURRICULUM VITAE

- 1. Full name: _____ Gender: _____
- 2. Date of birth: _____
- 3. Place of birth: _____
- 4. ID/ Passport no.: _____ Date of issue: _____ Place of issue: _____
- 5. Nationality: _____ Ethnicity: _____
- 6. Permanent address: _____
- 7. Educational background: _____
- 8. Professional qualifications: _____

-
-

9. Employment history (from the beginning of career to present)

Period	Company/ Organization	Position

10. Other management positions currently held (including Board of Directors member positions in other companies):

-
-

11. Information on companies where the candidate holds Board of Directors member positions, other titles, and related interests:

No.	Company/ Organization	Business Registration Certificate (No., Date, Place of issue)	Address	Relation

12. Number of shares owned: shares, accounts for% DNC's charter capital, including:

- Representative ownership:..... shares, accounts for.....% of charter capital

Draft

Dong Nai, day month 03 year 2025

**WORKING REGULATIONS
OF THE GENERAL MEETING OF SHAREHOLDERS IN 2025**

Article 1. Purpose

The purpose of issuing the working regulations for the Annual General Meeting of Shareholders in 2025 is to:

1. Ensure the principles of transparency and publicity;
2. Facilitate the successful organization of the Meeting in compliance with legal regulations.

Article 2. Scope of application

1. These regulations apply to the organization and management of the General Meeting of Shareholders of Dong Nai Material & Building Investment Joint Stock Company.
2. These regulations specifically define the rights and obligations of shareholders and participants, as well as the conditions, procedures for conducting the Meeting, and voting on matters under the authority of the Meeting.
3. Shareholders, shareholder representatives, and other participants of the Meeting are responsible for complying with these Regulations.

Article 3. Condition for convening the General Meeting of Shareholders

The General Meeting of Shareholders shall be convened when the attending shareholders represent more than 50% of the total voting shares of the Company.

Article 4. Conditions for participation and regulations on proxy authorization

1. Shareholders can be legal entities, individuals, or representatives of shareholders, or a group of shareholders owning shares in the Company (hereinafter referred to as ‘shareholders’).
2. Shareholders entitle to attend the General Meeting of Shareholders under the law may participate either in person or authorize a representative to attend on their behalf. The authorized representative shall not delegate their authority to another person and shall not nominate themselves for election in a personal capacity. If multiple authorized representatives are appointed, the number of shares and voting rights assigned to each representative must be clearly specified. Authorization must be documented in writing as follows:
 - If the shareholder is an individual, the authorization document must be registered and clearly state the full names of both the authorizing shareholder and the authorized representative.

- If the shareholder is a legal entity, the authorization document must be signed and sealed (if applicable) by the duly authorized representative or legally authorized person of that entity.
- The authorized representative must submit the authorization document before entering the General Meeting of Shareholders.

Article 5. Rights and obligations of common shareholders participating in the meeting

1. Conditions for participation

Shareholders who are legal entities, individuals, or representatives of shareholders, or a group of shareholders owning voting shares in the Company on the record date have the right to participate in the General Meeting of Shareholders.

2. Rights and obligations of eligible shareholders attending the General Meeting

a. Rights of shareholders

- Attend and speak at the General Meeting of Shareholders, exercise voting rights directly at the meeting, through an authorized representative, or via remote voting.
- Shareholders or groups of shareholders holding at least 5% of the total ordinary shares have the right to propose matters for inclusion in the meeting agenda. The proposal must be made in writing and submitted to the Company at least five (05) working days before the opening date of the General Meeting of Shareholders. The proposal must include the shareholder's full name, the number and type of shares held, and the proposed agenda item.
- Shareholders are entitled to receive meeting notices, agendas, and relevant information regarding matters to be discussed and voted on at the General Meeting.
- Shareholders have the right to review, extract, and copy the list of shareholders eligible to attend the General Meeting.
- Shareholders may request corrections of inaccurate information or additions of necessary details about themselves in the shareholder list.
- Shareholders entitled to attend the General Meeting may do so in person or authorize a representative to attend in accordance with the Company's charter.
- Shareholders and shareholder representatives, after hearing the reports on matters requiring approval, shall discuss and vote on each item using voting ballots.
- Shareholders or authorized representatives arriving after the meeting has commenced may still register and participate in voting immediately after registration. In this case, the validity of previously passed resolutions remains unchanged.

b. Obligations of shareholders

- Each shareholder or representative must bring identification documents (ID card, Citizen ID, Passport, etc.), the invitation letter, and the proxy letter (if any). Shareholders/shareholder representatives must present these documents to the

Shareholder Verification Committee for verification and to receive a voting ballot (with the shareholder code) reflecting the total number of shares equivalent to the number of voting shares held.

- Shareholders or their representatives must complete the registration procedures with the Organizing Committee upon attending the meeting.
- During the General Meeting, shareholders must comply with the guidance of the Chairperson, behave courteously and respectfully, and not disrupt order.
- Shareholders must maintain discipline in speaking and comply with the usage and preservation of documents.
- Shareholders and authorized representatives attending the meeting must strictly adhere to the working regulations of the General Meeting. If any shareholder or authorized representative does not comply with the verification regulations or security measures, the Board of Directors may, after careful consideration, refuse or expel that shareholder or representative from the meeting.

Article 6. Rights of obligations of the Presidium

1. The Presidium is nominated by the Company's Board of Directors and consists two members. The Chairman of the Board of Directors presides over the General Meeting of Shareholders (Chairperson).
2. Responsibilities of the Presidium
 - Preside over the General Meeting.
 - Guide delegates and shareholders in discussions.
 - Present drafts and conclusions on matters requiring shareholder voting.
 - Address shareholder inquiries during the meeting.
 - Operate based on the principle of collective democratic centralism, ensuring that the General Meeting is conducted legally, orderly, and reflects the will of the majority of attending shareholders and shareholder representatives.
 - The Chairperson of the General Meeting may postpone the meeting to a later time and at a different location if deemed necessary, even if a quorum is present, in the following cases:
 - + The venue lacks sufficient seating for all attendees.
 - + Communication facilities at the venue are inadequate for shareholders to participate, discuss, and vote.
 - + Attendees disrupt order, posing a risk that the meeting cannot be conducted fairly and legally.

Article 7. Rights and obligations of the Meeting Secretariat

1. The Meeting Secretariat is introduced by the Chairperson and is accountable to both the Chairperson and the General Meeting of Shareholders for its duties.
2. Responsibilities of the Secretariat

- Accurately and fully record the contents of the General Meeting, including resolutions and issues raised by shareholders or shareholder representatives.
- Assist the Presidium in announcing the draft Meeting Minutes, Resolutions of the General Meeting, and notices from the Presidium to shareholders upon request.

Article 8. Rights and obligations of the Voting Committee

1. The Voting Committee is nominated by the Presidium and approved by the General Meeting of Shareholders.
2. Responsibilities of Voting Committee:
 - Monitor and oversee the voting/election process of shareholders or their representatives.
 - Organize the collection and counting of votes/election ballots.
 - Prepare the vote-counting report and announce the results before the General Meeting.
 - Submit voting/election ballots and the vote-counting report to the Presidium.
3. The Voting Committee must conduct its duties with honesty and accuracy and is responsible for the voting and election results.

Article 9. Rights and obligations of the Verification Committee

1. The Verification Committee is nominated by the Board of Directors.
2. The Verification Committee is responsible for verifying the eligibility of shareholders attending the meeting, distributing relevant documents for the session to shareholders, and reporting to the General Meeting on the results of the verification of the eligibility of participating shareholders.

Article 10. Voting methods and procedures

1. All shareholders eligible to attend the General Meeting of Shareholders (GMS) have the right to vote on matters under the GMS's authority. Each shareholder's voting rights correspond to the number of shares they own or are authorized to represent.
2. Shareholders vote on matters during the meeting by raising their Voting Card and using the Voting Ballot (as per the instructions on the Voting Ballot).
3. Voting ballot regulations:
 - Voting can be conducted directly at the meeting venue.

- Shareholders may submit their Voting Ballots via postal mail or email to the Company before **08:30 AM on April 8, 2024**. Shareholders who do not attend the GMS can download the Voting Ballot from the Company’s website: www.vatlieudongnai.vn (under the Shareholders/ General Meeting of Shareholders/2024 section). The Voting Ballot must be fully completed and signed by the shareholder.
4. If a shareholder does not mark any box for a particular voting item, it is considered as “no opinion” on that item. If a shareholder marks both “Agree” and “Disagree” for the same voting item, that vote is deemed invalid.
 5. Any other voting-related matters will be decided by the Chairperson.

Article 11. Additional Election of Board of Directors (BOD) and Supervisory Board (SB) Members

1. Nomination and candidacy principles

The nomination, candidacy, and election process for additional members of the Board of Directors and the Supervisory Board must comply with current laws and the Company’s Charter.

2. Election procedures

- The list of candidates for the additional election of BOD and Supervisory Board members must be approved by the General Meeting of Shareholders before voting.
- The election must be conducted by cumulative voting, whereby each shareholder’s total number of votes is equal to their total number of shares multiplied by the number of seats to be elected. Shareholders may allocate all or part of their total votes to one or multiple candidates. The candidates with the highest total votes are elected. If two or more candidates receive the same number of votes, the selection is determined as follows:
 - + The candidate who owns or represents a larger number of shares will be selected.
 - + If the shareholding is equal, a re-election will be conducted among the tied candidates.

Article 12. Approval of resolutions by voting ballots

1. A resolution is approved if it receives the affirmative votes of more than 50% of the total voting shares of shareholders present at the GMS.
2. For the following matters, approval requires at least 65% of the total voting shares of shareholders present at the GMS:
 - a. The type and total number of shares to be issued;
 - b. Changes in the Company’s business sectors and activities;

- c. Changes in the Company's management structure;
- d. Investment projects or asset sales valued at 35% or more of the Company's total assets as stated in the latest financial statements;
- e. Reorganization or dissolution of the Company.

Article 13. Principles and methods of expressing opinions

1. Discussions shall only take place within the designated timeframe and shall be limited to matters presented in the agenda of the General Meeting of Shareholders.
2. Shareholders/Authorized representatives attending the meeting must register and obtain approval from the Presidium before expressing their opinions.
3. Shareholders shall present their opinions concisely and focus on key points relevant to the approved agenda. The Chairperson shall arrange speaking turns based on the order of registration and provide responses to shareholders' concerns. For major issues requiring further review or when time constraints do not allow for immediate responses, the Chairperson shall acknowledge and respond in writing at a later date.
4. The total speaking time for each shareholder shall not exceed 03 minutes. If this time limit is exceeded, the Chairperson may request the shareholder to submit their questions or proposals in writing. The Secretariat shall record these, and the Board of Directors shall provide written responses within 05 working days from the date of receipt.

Article 14. Meeting minutes and resolutions of the General Meeting

1. All contents discussed at the General Meeting of Shareholders shall be recorded in the meeting minutes by the Secretariat. Key resolutions shall be documented in the official resolution.
2. The meeting minutes and resolutions shall be read and approved before the closing of the General Meeting.

Article 15. Cases where the General Meeting of Shareholders fails to convene

1. If the first convened General Meeting of Shareholders cannot be held due to failure to meet the quorum requirements as stipulated in Article 3 of this Regulation, a second meeting shall be convened within 30 days from the initially scheduled meeting date. The second convened meeting shall be conducted if at least 33% of the total voting shares of the Company are represented.
2. If the second meeting fails to meet the quorum requirements as specified in Clause 1 of this Article, a third meeting shall be convened within 20 days from the scheduled date of the second meeting. In this case, the General Meeting of Shareholders shall be conducted regardless of the total voting shares represented at the meeting.

Article 16. Implementation provisions

Upon approval by the General Meeting of Shareholders of Dong Nai Construction and Materials Investment Joint Stock Company, the Organizing Committee and all

shareholders attending the 2024 Annual General Meeting of Shareholders shall be responsible for implementing the provisions of this Regulation.

Recipients:

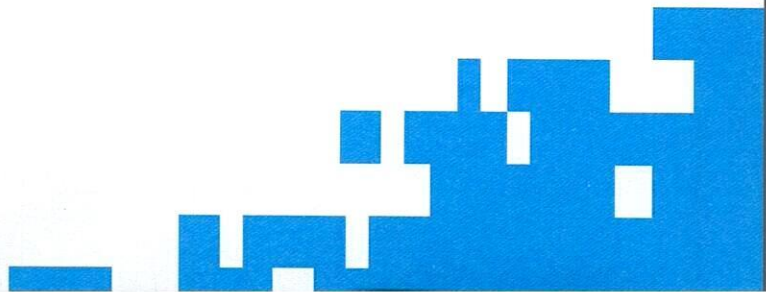
- 2025 AGM;
- Archived: Files.

**O/B. BOARD OF DIRECTORS
CHAIRMAN**

Truong Viet Hoang Son

**DONG NAI MATERIAL & BUILDING
INVESTMENT JOINT STOCK COMPANY**

AUDITED FINANCIAL STATEMENTS
For the financial year ended 31 December 2024



DONG NAI MATERIAL & BUILDING INVESTMENT JOINT STOCK COMPANY

Address: 138, Quarter 1, Nguyen Ai Quoc Street (formerly National Highway 1K),
Trang Dai Ward, Bien Hoa City, Dong Nai Province, Vietnam

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DONG NAI MATERIAL & BUILDING INVESTMENT JOINT STOCK COMPANY

Address: 138, Quarter 1, Nguyen Ai Quoc Street (formerly National Highway 1K),
Trang Dai Ward, Bien Hoa City, Dong Nai Province, Vietnam

MANAGEMENT'S REPORT

Management of Dong Nai Material & Building Investment Joint Stock Company (hereinafter referred to as "the Company") hereby presents its report and the audited financial statements of the Company for the financial year ended 31 December 2024.

MEMBERS OF THE BOARD OF DIRECTORS, THE SUPERVISORY COMMITTEE AND MANAGEMENT

Members of the Board of Directors during the year and on the date of this report include:

<u>Full name</u>	<u>Position</u>
Mr. Truong Viet Hoang Son	Chairman (appointed on 08 April 2024)
Mr. Truong Cuong	Chairman (dismissed on 08 April 2024)
Mr. Truong Cuong	Member (from 08 April 2024)
Mr. Tran Anh Dien	Member
Mr. Tran Anh Dung	Member (resigned on 17 February 2025)
Mr. Vu Trong Dung	Member
Mr. Nguyen Tien Toan	Member (dismissed on 08 April 2024)

Members of the Supervisory Committee during the year and on the date of this report include:

<u>Full name</u>	<u>Position</u>
Ms. Ho Thi Minh Tam	Head (appointed on 08 April 2024)
Ms. Phan Thuy Doan	Head (dismissed on 08 April 2024)
Ms. Nguyen Thi Lien	Member
Ms. Le Thi Yen	Member (resigned on 19 February 2025)

Members of management during the year and on the date of this report include:

<u>Full name</u>	<u>Position</u>
Mr. Tran Anh Dien	General Director (appointed on 05 December 2024)
Mr. Tran Anh Dung	General Director (dismissed on 05 December 2024)
Mr. Huynh Trung Hieu	Vice General Director (appointed on 24 December 2024)
Ms. Pham Thai Hoai Huong	Vice General Director (from 01 October 2024 to 20 February 2025)
Mr. Nguyen Tien Toan	Vice General Director (dismissed on 15 January 2025)

AUDITOR

The accompanying financial statements of the Company for the financial year ended 31 December 2024 were audited by RSM Vietnam Auditing & Consulting Company Limited, a member firm of RSM International.

(See the next page)

DONG NAI MATERIAL & BUILDING INVESTMENT JOINT STOCK COMPANY

Address: 138, Quarter 1, Nguyen Ai Quoc Street (formerly National Highway 1K),
Trang Dai Ward, Bien Hoa City, Dong Nai Province, Vietnam

MANAGEMENT'S REPORT (CONTINUED)

RESPONSIBILITY OF MANAGEMENT

The Company's management is responsible for preparing the financial statements of each period which give a true and fair view of the financial position of the Company and the results of its operations and its cash flows. In preparing these financial statements, management is required to:

- Select suitable accounting policies and then apply them consistently.
- Make judgments and estimates that are reasonable and prudent.
- State whether applicable accounting principles have been followed, subject to any departures that need to be disclosed and explained in the financial statements.
- Prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business; and
- Design and implement the internal control system effectively for a fair preparation and presentation of the financial statements so as to mitigate error or fraud.

Management is responsible for ensuring that proper accounting records are kept, which disclose, with reasonable accuracy at any time, the financial position of the Company and ensure that the financial statements comply with Vietnamese Accounting Standards, Vietnamese Corporate Accounting System, and prevailing accounting regulations in Vietnam. Management is also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Management confirms that the Company has complied with the above requirements in preparing these financial statements.

STATEMENT BY MANAGEMENT

In management's opinion, the accompanying financial statements give a true and fair view of the financial position of the Company as at 31 December 2024 and the results of its operations and its cash flows for the financial year then ended in accordance with the Vietnamese Accounting Standards, Vietnamese Corporate Accounting System, and prevailing accounting regulations in Vietnam.

For and on behalf of management,





Tran Anh Dien
General Director

Dong Nai, 07 March 2025

RSM Vietnam

3A Floor, L'Mak The Signature Building
147-147Bis Hai Ba Trung Street
Vo Thi Sau Ward, District 3
Ho Chi Minh City, Vietnam

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No: 79/2025/KT-RSMHCM

INDEPENDENT AUDITOR'S REPORT

**To: Shareholders
Members of the Board of Directors
Members of management
DONG NAI MATERIAL & BUILDING INVESTMENT JOINT STOCK COMPANY**

Report on the financial statements

We have audited the accompanying financial statements of Dong Nai Material & Building Investment Joint Stock Company (hereinafter referred to as "the Company") prepared on 07 March 2025 as set out from page 05 to page 34, which comprise the statement of financial position as at 31 December 2024, and the income statement, and cash-flow statement for the financial year then ended, and the notes to the financial statements.

Management's Responsibility

Management is responsible for the preparation and fair presentation of these financial statements in accordance with Vietnamese Accounting Standards and Vietnamese Corporate Accounting System and relevant legislation as to the preparation and presentation of financial statements and for such internal control as management determines is necessary to enable the preparation and presentation of the financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with Vietnamese Standards on Auditing. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

INDEPENDENT AUDITOR'S REPORT (CONTINUED)

Opinion

In our opinion, the accompanying financial statements give a true and fair view of the financial position of Dong Nai Material & Building Investment Joint Stock Company as at 31 December 2024, and of the results of its financial performance and its cash flows for the financial year then ended in accordance with Vietnamese Accounting Standards and Vietnamese Corporate Accounting System issued under Circular 200/2014/TT-BTC dated 22 December 2014 and Circular 53/2016/TT-BTC dated 21 March 2016 by Ministry of Finance and relevant legislation as to the preparation and presentation of financial statements.

pp GENERAL DIRECTOR



Luc Thi Van

Vice General Director

Audit Practice Registration Certificate:
0172-2023-026-1

Le Viet Ha

Auditor

Audit Practice Registration Certificate:
4732-2024-026-1

RSM Vietnam Auditing & Consulting Company Limited

Ho Chi Minh City, 07 March 2025

As disclosed in Note 2.1 to the financial statements, the accompanying financial statements are not intended to present the financial position, financial performance, and cash flows in accordance with accounting principles and practices generally accepted in countries and jurisdictions other than Vietnam.

DONG NAI MATERIAL & BUILDING INVESTMENT JOINT STOCK COMPANY

Address: 138, Quarter 1, Nguyen Ai Quoc Street (formerly National Highway 1K),
Trang Dai Ward, Bien Hoa City, Dong Nai Province, Vietnam

Form B 01 - DN

STATEMENT OF FINANCIAL POSITION

As at 31 December 2024

Expressed in VND

ASSETS	Code	Notes	As at	
			31 Dec. 2024	01 Jan. 2024
A. CURRENT ASSETS	100		53,263,331,043	34,454,582,219
I. Cash and cash equivalents	110		23,515,577,887	4,639,067,192
1. Cash	111	4.1	23,515,577,887	4,639,067,192
II. Current financial investments	120		203,390,685	-
1. Held to maturity investments	123		203,390,685	-
III. Current account receivables	130		16,359,650,595	19,588,958,097
1. Trade receivables	131	4.2	21,764,014,386	23,375,529,037
2. Advances to suppliers	132		1,750,021,790	2,595,218,774
3. Other current receivables	136		397,283,720	520,235,690
4. Provision for doubtful debts	137	4.3	(7,551,669,301)	(6,902,025,404)
IV. Inventories	140		10,170,684,635	9,419,300,547
1. Inventories	141	4.4	10,170,684,635	9,419,300,547
V. Other current assets	150		3,014,027,241	807,256,383
1. Current prepayments	151		2,262,770,858	56,000,000
2. Tax and other receivables from the state budget	153	4.10	751,256,383	751,256,383
B. NON-CURRENT ASSETS	200		149,522,273,313	150,961,834,483
I. Non-current account receivables	210		13,201,709,318	8,120,831,678
1. Other non-current receivables	216	4.5	13,201,709,318	8,120,831,678
II. Fixed assets	220		10,309,577,825	14,020,857,732
1. Tangible fixed assets	221	4.8	10,259,577,813	13,960,857,724
Cost	222		79,726,714,984	80,040,306,003
Accumulated depreciation	223		(69,467,137,171)	(66,079,448,279)
2. Intangible fixed assets	227		50,000,012	60,000,008
Cost	228		359,296,027	359,296,027
Accumulated amortisation	229		(309,296,015)	(299,296,019)
III. Non-current assets in process	240		22,356,347,967	22,003,508,543
1. Construction in progress	242	4.6	22,356,347,967	22,003,508,543
IV. Other non-current assets	260		103,654,638,203	106,816,636,530
1. Non-current prepayments	261	4.7	103,654,638,203	106,816,636,530
TOTAL ASSETS (270 = 100 + 200)	270		202,785,604,356	185,416,416,702

(See the next page)

DONG NAI MATERIAL & BUILDING INVESTMENT JOINT STOCK COMPANYAddress: 138, Quarter 1, Nguyen Ai Quoc Street (formerly National Highway 1K),
Trang Dai Ward, Bien Hoa City, Dong Nai Province, Vietnam

Form B 01 - DN

STATEMENT OF FINANCIAL POSITION (CONTINUED)

As at 31 December 2024

Expressed in VND

RESOURCES	Code	Notes	As at 31 Dec. 2024	As at 01 Jan. 2024
C. LIABILITIES	300		38,473,659,758	86,412,264,043
I. Current liabilities	310		24,801,031,236	69,712,154,090
1. Trade payables	311	4.9	6,829,323,933	20,887,478,196
2. Advances from customers	312		780,783,834	817,654,944
3. Taxes and amounts payable to the state budget	313	4.10	9,871,398,715	36,672,968,403
4. Payables to employees	314	4.11	1,909,521,921	2,061,971,386
5. Accrued expenses	315		216,219,455	377,655,783
6. Other current payables	319		1,234,117,148	1,285,312,148
7. Current loans	320	4.12	3,560,053,000	7,202,500,000
8. Bonus and welfare fund	322		399,613,230	406,613,230
II. Non-current liabilities	330		13,672,628,522	16,700,109,953
1. Other non-current payables	337	4.13	10,461,251,765	10,461,251,765
2. Non-current loans	338	4.12	-	3,560,053,000
3. Non-current provisions	342	4.14	3,211,376,757	2,678,805,188
D. OWNER'S EQUITY	400		164,311,944,598	99,004,152,659
I. Equity	410	4.15	164,311,944,598	99,004,152,659
1. Owner's contributed capital	411		128,340,000,000	88,340,000,000
Ordinary shares carrying voting rights	411a		128,340,000,000	88,340,000,000
2. Share premiums	412		32,380,000,000	-
3. Investment and development fund	418		18,205,427,084	18,205,427,084
4. Retained earnings	421		(14,613,482,486)	(7,541,274,425)
Beginning accumulated retained earnings	421a		(7,541,274,425)	(13,383,495,153)
Retained earnings of the current year	421b		(7,072,208,061)	5,842,220,728
TOTAL RESOURCES (440 = 300 + 400)	440		202,785,604,356	185,416,416,702

Approved by

Tran Anh Dien
General Director

Dong Nai, 07 March 2025

Prepared by

Le Thi Hong
Accountant

DONG NAI MATERIAL & BUILDING INVESTMENT JOINT STOCK COMPANYAddress: 138, Quarter 1, Nguyen Ai Quoc Street (formerly National Highway 1K),
Trang Dai Ward, Bien Hoa City, Dong Nai Province, Vietnam

Form B 02 - DN

INCOME STATEMENT

For the financial year ended 31 December 2024

Expressed in VND

ITEMS	Code	Notes	Year 2024	Year 2023
1. Revenue	1	5.1	94,510,130,009	118,791,005,650
2. Net revenue	10		94,510,130,009	118,791,005,650
3. Cost of sales	11	5.2	78,144,426,028	100,726,607,180
4. Gross profit	20		16,365,703,981	18,064,398,470
5. Finance income	21		17,890,399	2,304,892,147
6. Finance expense	22		1,060,341,483	1,732,681,518
<i>Of which, interest expense</i>	23		1,060,341,483	1,727,334,600
7. Selling expense	25	5.3	2,005,124,324	2,885,896,765
8. General and administrative expense	26	5.4	12,728,107,006	12,120,504,608
9. Operating profit	30		590,021,567	3,630,207,726
10. Other income	31		2,068,517,026	2,343,889,756
11. Other expense	32	5.5	9,730,746,654	131,876,754
12. Net other income	40		(7,662,229,628)	2,212,013,002
13. Accounting profit before tax	50		(7,072,208,061)	5,842,220,728
14. Current corporate income tax expense	51	5.7	-	-
15. Net profit after tax	60		(7,072,208,061)	5,842,220,728
16. Basic earnings per share	70	4.15.5	(760)	661
17. Diluted earnings per share	71	4.15.5	(760)	661

Approved by

Tran Anh Dien
General Director

Dong Nai, 07 March 2025

Prepared by

Le Thi Hong
Accountant

DONG NAI MATERIAL & BUILDING INVESTMENT JOINT STOCK COMPANYAddress: 138, Quarter 1, Nguyen Ai Quoc Street (formerly National Highway 1K),
Trang Dai Ward, Bien Hoa City, Dong Nai Province, Vietnam

Form B 03 - DN

CASH FLOW STATEMENT**(Indirect method)**

For the financial year ended 31 December 2024

Expressed in VND

ITEMS	Code	Notes	Year 2024	Year 2023
I. CASH FLOWS FROM OPERATING ACTIVITIES				
1. Net profit /(loss) before taxation	01		(7,072,208,061)	5,842,220,728
2. Adjustment for:				
Depreciation and amortisation	02		3,993,175,833	4,638,927,486
Provisions	03	5.6	1,182,215,466	1,604,448,950
Gains/losses from investment	05		(224,384,473)	(2,830,356,036)
Interest expense	06		1,060,341,483	1,727,334,600
3. Operating profit /(loss) before adjustments to working capital	08		(1,060,859,752)	10,982,575,728
Increase or decrease in accounts receivable	09		(2,501,214,035)	3,498,211,965
Increase or decrease in inventories	10		(751,384,088)	(4,064,482,076)
Increase or decrease in accounts payable (excluding interest expense and CIT payable)	11		(41,118,604,026)	(4,775,663,011)
Increase or decrease prepaid expenses	12		955,227,469	436,413,376
Interest paid	14		(1,060,341,483)	(1,727,334,600)
Other cash outflows from operating activities	17		(7,000,000)	(199,600,000)
Net cash from operating activities	20		(45,544,175,915)	4,150,121,382
II. CASH FLOWS FROM INVESTING ACTIVITIES				
1. Acquisition and construction of fixed assets and other non-current assets	21		(1,197,807,178)	(1,496,100,142)
2. Proceeds from disposals of fixed assets and other non-current assets	22		206,494,074	525,463,889
3. Loans to other entities and payments for purchase of debt instruments of other entities	23		(200,000,000)	-
4. Proceeds from sales of investments in other entities	26		-	4,350,706,152
5. Interest and dividends received	27		14,499,714	4,785,995
Net cash from investing activities	30		(1,176,813,390)	3,384,855,894

(See the next page)

DONG NAI MATERIAL & BUILDING INVESTMENT JOINT STOCK COMPANYAddress: 138, Quarter 1, Nguyen Ai Quoc Street (formerly National Highway 1K),
Trang Dai Ward, Bien Hoa City, Dong Nai Province, Vietnam

Form B 03 - DN

CASH FLOW STATEMENT

(Indirect method)

For the financial year ended 31 December 2024

Expressed in VND

ITEMS	Code	Notes	Year 2024	Year 2023
III. CASH FLOWS FROM FINANCING ACTIVITIES				
1. Proceeds from issuing stocks and capital contribution from owners	31	4.15.3	72,800,000,000	-
2. Proceeds from borrowings	33	6.1	7,000,000,000	-
3. Repayment of borrowings	34	6.2	(14,202,500,000)	(7,465,000,000)
Net cash from financing activities	40		65,597,500,000	(7,465,000,000)
NET INCREASE/(DECREASE) IN CASH (50 = 20+30+40)	50		18,876,510,695	69,977,276
Cash and cash equivalents at beginning of year	60		4,639,067,192	4,569,089,916
CASH AND CASH EQUIVALENTS AT END OF YEAR (70 = 50+60+61)	70	4.1	23,515,577,887	4,639,067,192

Approved by

Tran Anh Dien
General Director

Dong Nai, 07 March 2025

Prepared by

Le Thi Hong
Accountant