SONG DA CAO CUONG JOINT STOCK COMPANY	THE SOCIALIST REPUBLIC OF VIET NAM
	Independence – Freedom – Happiness
No.: 1092/NQ-HĐQT	*Hai Phong, 03 September 2026*

CÔNG TY CỔ PHẦN SÔNG ĐÀ CAO CƯỜNG
M.S.D.N: 080037…
THÀNH PHỐ HẢI PHÒNG

RESOLUTION

On the approval of the implementation of the plan for the public offering of additional shares to existing shareholders

BOARD OF DIRECTORS
SONG DA CAO CUONG JOINT STOCK COMPANY

Pursuant to:

- *The Law on Enterprises 2020;*
- *The Law on Securities 2019;*
- *Law No. 56/2024/QH15 dated 29 November 2024 amending and supplementing a number of articles of the Law on Securities and relevant laws;*
- *Decree No. 155/2020/NĐ-CP dated 31 December 2020 detailing the implementation of a number of articles of the Law on Securities;*
- *Decree No. 245/2025/NĐ-CP dated 11 September 2025 of the Government amending and supplementing a number of articles of Decree No. 155/2020/NĐ-CP dated 31 December 2020 of the Government detailing the implementation of a number of articles of the Law on Securities;*
- *Circular No. 118/2020/TT-BTC dated 31 December 2020 of the Ministry of Finance guiding certain matters regarding public offerings and issuance of securities, public tender offers, share buybacks, registration of public companies and cancellation of public company status;*
- *Circular No. 115/2025/TT-BTC dated 15 December 2025 amending and supplementing a number of articles of Circular No. 118/2020/TT-BTC dated 31 December 2020 of the Minister of Finance guiding certain matters regarding public offerings and issuance of securities, public tender offers, share buybacks, registration of public companies and cancellation of public company status;*
- *The Charter of Song Da Cao Cuong Joint Stock Company;*
- *Resolution No. 486/NQ-ĐHĐCĐ dated 24 April 2026 of the 2026 Annual General Meeting of Shareholders;*
- *Minutes of the Board of Directors Meeting No. 1091/BB-HĐQT dated 03 September 2026.*

RESOLVES:

CÔNG TY CỔ PHẦN SÔNG ĐÀ CAO CƯỜNG

Digitally signed by CÔNG TY CỔ PHẦN SÔNG ĐÀ CAO CƯỜNG
DN: C=VN, S=HẢI DƯƠNG, L=Thành phố Chí Linh, CN=CÔNG TY CỔ PHẦN SÔNG ĐÀ CAO CƯỜNG, OID.0.9.2342.19200300.100.1.1=MST:0800376530
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Article 1. Approval of the implementation of the plan for the public offering of shares to existing shareholders pursuant to Resolution No. 486/NQ-ĐHĐCĐ dated 24 April 2026 of the Annual General Meeting of Shareholders, with the following principal terms:

- Share name	: Song Da Cao Cuong Joint Stock Company shares.
- Type of shares offered	: Ordinary shares.
- Par value per share	: VND 10,000 per share.
- Total number of issued shares	: 38,836,815 shares.
- Total number of outstanding shares	: 38,836,815 shares.
- Number of shares expected to be offered	: 6,000,000 shares.
- Total offering value at par value	: VND 60,000,000,000.
- Eligible purchasers	: Existing shareholders of the Company whose names are included in the list of shareholders as at the record date for the allocation of subscription rights.
- Offering price	: VND 12,500 /per share.
- Offering ratio (number of shares expected to be offered / number of outstanding shares)	: 15.45%
- Subscription ratio for existing shareholders	: 65:10 (as at the record date for the exercise of subscription rights, each shareholder holding 01 (one) share shall be entitled to 01 (one) subscription right, and every 65 (sixty-five) subscription rights shall entitle the holder to purchase 10 (ten) new shares).
- Offering method	: Offering through the exercise of subscription rights as at the record date for shareholders.
- Transfer of subscription rights	Shareholders may transfer their subscription rights to other domestic investors within the prescribed period, but may only transfer such rights once (the transferee shall not be permitted to further transfer the subscription rights to a third party).

- Rounding method	: The number of additional shares offered to each existing shareholder shall be rounded down to the nearest whole share. Any fractional shares shall be aggregated and handled in accordance with the plan for handling fractional shares and shares not fully distributed.
- Plan for handling fractional shares and shares not fully subscribed by existing shareholders	The shares to be re-distributed shall include fractional shares arising from rounding, the difference between the number of shares registered for offering (6,000,000 shares) and the actual number of shares offered to existing shareholders based on their subscription ratio, and the shares not fully subscribed due to investors not registering to purchase or failing to make payment (if any). The General Meeting of Shareholders authorizes the Board of Directors to re-distribute such shares to other investors under offering terms and conditions, including rights and obligations, that are not more favorable than those applicable to the existing shareholders (including an offering price not lower than the offering price to existing shareholders). The specific offering price shall be determined by the Board of Directors. The selection of purchasers shall comply with Article 42 of Decree No. 155/2020/NĐ-CP dated 31 December 2020. To ensure compliance with the maximum foreign ownership ratio in the Company, the Board of Directors shall only re-distribute such shares to domestic investors. The individuals named in the list attached to the submission on the offering plan No. 361/TTr-HĐQT dated 02 April 2026 shall not be required to carry out public tender offer procedures in the event that the purchase of re-distributed shares causes their ownership ratio of SCL shares to reach the ownership thresholds prescribed in Article 35 of the 2019 Law on Securities. The individuals named in such list are entitled to purchase 10% or more of SCL's charter capital in accordance with Clause 3, Article 42 of Decree No. 155/2020/NĐ-CP dated 31 December 2020.

The inclusion of a person in the list attached to the submission on the offering plan No. 361/TTr-HĐQT dated 02 April 2026 does not mean that such person shall have the right to purchase shares subject to further distribution in all circumstances. The Board of Directors shall, based on the actual circumstances, select one or more persons from the approved list or other persons not included in the list (if appropriate to the actual circumstances) to whom the shares may be offered, and shall report such matter to the General Meeting of Shareholders at its nearest meeting. The selection of purchasers shall comply with Article 42 of Decree No. 155/2020/NĐ-CP dated 31 December 2020.

If, upon completion of the offering, there remain shares that have not been fully distributed, such remaining shares shall be cancelled. The Company shall increase its charter capital based on the actual number of shares issued.

- Restrictions on transfer : - Shares offered to existing shareholders shall be freely transferable.

  - Fractional shares and shares not fully offered due to investors not registering to purchase or failing to make payment, which are subsequently re-distributed, shall be subject to a transfer restriction for one year from the end of the offering.

- Payment method for share subscription : Shareholders shall carry out procedures for transferring subscription rights, registering to purchase shares and making payment for the subscribed shares in accordance with the instructions of the Company and the securities depository organization.

- Expected offering period : Expected to take place in the third to fourth quarter of 2026 after the State Securities Commission issues the Certificate of Registration for the Public Offering of Shares.

Article 2. Approval of the plan for the use of proceeds from the offering

The total proceeds expected to be raised from the offering of 6,000,000 shares to existing shareholders are VND 75,000,000,000, which are expected to be used to repay the Company's borrowings and finance lease liabilities with Joint Stock Commercial

Bank for Investment and Development of Vietnam – Bac Hai Duong Branch. Specifically:

No.	Contract No.	Expected proceeds to be used from the offering (VND)	Expected period of fund utilization
1	Credit Agreement No. 02/2026/1605829/HĐTD dated 29 July 2026	75,000,000,000	January – February 2027
	Total	**75,000,000,000**	

The priority order for the use of the proceeds from the offering is as follows: the proceeds from the offering will be prioritized for the repayment of debts falling due earlier.

In the event that the proceeds from the offering are insufficient, the Company will use its lawful funds and reserves or other sources of financing in accordance with applicable laws and the Company's Charter to repay its borrowings and finance lease liabilities, thereby ensuring the timely settlement of its debt obligations and maintaining the Company's creditworthiness and credit relationships with credit institutions.

Article 3. Approval of the plan to ensure that the share offering complies with the foreign ownership ratio, as follows:

Pursuant to Point đ, Clause 1, Article 139 of Decree No. 155/2020/NĐ-CP dated 31 December 2020, the Company determines the maximum foreign ownership ratio in the Company to be 49%.

As at 10 June 2026, the foreign ownership ratio in the Company was 0.01%, in compliance with Official Letter No. 1963/UBCK-PTTT dated 27 May 2025 of the State Securities Commission. Song Da Cao Cuong Joint Stock Company (SCL) undertakes to maintain the foreign investors' shareholding ratio within the limit prescribed by law.

With respect to the offering of shares to the Company's existing shareholders, if all existing shareholders exercise their subscription rights in proportion to their respective shareholdings, such offering will not change the foreign ownership ratio in the Company. In the event that fractional shares arise from rounding down, and shares that existing shareholders do not register to purchase and/or do not make payment for in this offering, the Board of Directors shall only re-distribute such shares to domestic investors.

Article 4. The General Director is authorized to organize and implement the relevant work and complete the procedures for registering the public offering of additional shares with the State Securities Commission, as well as the procedures for depositing and additionally registering the issued shares for trading in accordance with applicable laws.

Article 5. Effectiveness and Implementation

1. This Resolution shall take effect from the date of signing.
2. Members of the Board of Directors, the General Director, the Chief Accountant, and relevant individuals and departments shall be responsible for implementing this Resolution./.

ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN

(Signed)

KIEU VAN MAT

Recipients:
- *As stated in Article 5;*
- *Board of Supervisors;*
- *Filed at the Company's Office./.*