

FECON CORPORATION**THE SOCIALIST REPUBLIC OF VIETNAM****Independence – Freedom – Happiness**

No: 01/2026/NQ-ĐHĐCĐ.FECON

Hanoi, August 10th, 2026.

DRAFTED RESOLUTION
ANNUAL GENERAL MEETING OF SHAREHOLDERS 2026

ANNUAL GENERAL MEETING OF SHAREHOLDERS 2026

FECON CORPORATION

- Pursuant to the Law on Enterprises No. 59/2020/QH14 enacted by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020, and its amending, supplementing, and implementing documents;
- Pursuant to the Law on Securities No. 54/2019/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019, and its amending, supplementing, and implementing documents;
- Pursuant to the Charter of Organization and Operation of FECON Joint Stock Company;
- Pursuant to the Internal Corporate Governance Regulation of FECON Joint Stock Company;
- Pursuant to the Minutes of the 2026 Annual General Meeting of Shareholders of FECON Joint Stock Company dated June 27th, 2026.

RESOLVED THAT:

Article 1. Approval of the following content:

- 1. Approval of the Board of Directors' Performance Report for the year 2025 and strategic orientations for the year 2026.**
- 2. Approval of the Supervisory Board's Performance Report for the year 2025 and strategic orientations for the year 2026.**
- 3. Approval of the Consolidated Financial Statements and Separate Financial Statements for the year 2025, as audited by CPA VIETNAM Audit Co., Ltd.**
- 4. Approval of the Profit Distribution Plan for the year 2025 as follows:**

Indicator	Amount (VND)	Notes
Total accumulated undistributed profit after tax of the Parent Company as of 31/12/2025 (per Parent Company's Financial Statements)	63.551.818.313	
<i>Of which: Profit after corporate income tax for the year 2025</i>	10.886.593.354	

Profit distribution for the year 2025	1.088.659.335	
- Allocation to Development Investment Fund	0	
- Allocation to Bonus and Welfare Fund	1.088.659.335	10% of Parent Company's profit after tax
- Cash dividend distribution for the year 2025	0	
- Bonus for the Board of Directors and Supervisory Board for the year 2025		
Remaining undistributed profit after tax	62.463.158.978	

5. Approval of the final salaries, remuneration, and bonus payments for the Board of Directors and the Supervisory Board for the fiscal year 2025, as detailed below:

5.1. Final settlement of salaries and remuneration for the Board of Directors and the Supervisory Board for 2025.

Unit: million VND

TT	Full Name	Position	Remuneration approved by GMS (mil. VND/month) ⁽¹⁾		Number of months applied (months) ⁽²⁾	Total approved remuneration	Total actual remuneration received
			Executive member	Independent member			
BOARD OF DIRECTORS							
1	Mr. Pham Viet Khoa	Chairman	180		12	2.160	2.160
2	Mr. Tran Trong Thang	Standing Vice Chairman	108		12	1.296	1.296
3	Mr. Satoyuki Yamane	Vice Chairman	108		12	1.296	1.296
4	Mr. Nguyen Van Thanh	Member	72		12	864	864
5	Mr. Nguyen Tran Dang Phuoc	Member	72		12	864	144
6	Mr. Nguyen Huu Thai Hoa	Independent member		48	12	576	576
7	Mr. Ha Cuu Long	Independent member		48	12	576	576
Total (I)						7.632	6.912
SUPERVISORY BOARD							
1	Ms. Nguyen Thi Lan Huong	Head of Supervisory Board	108		12	1.296	1.296
2	Mr. Truong Van Binh	Member		36	12	432	432

¹ Not inclusive of Personal Income Tax. PIT arising from such income shall be paid by the Company.

² Applicable period: from May 2025 to April 2026 (inclusive).

3	Mr. Nguyen Tien Thanh	Member		36	12	432	432
Total (II)						2.160	2.160
TOTAL (I) and (II)						9.792	9.072

1.1. Bonus for the Board of Directors and the Board of Supervisors in 2025

Not applicable, as the Company did not achieve the annual business plan according to the Annual General Meeting of Shareholders Resolution 2025.

6. Approval of the Business Plan for the year 2026 and the Profit Distribution Plan for the year 2026:

6.1. Business plan 2026

Indicator	Unit :	2024	Plan 2025	Growth(%)
Consolidated revenue	Bil. VND	4.863	5.600	15%
Parent Company revenue	Bil. VND	2.874	3,500	22%
Consolidated profit after tax	Bil. VND	95	250	163%
Parent Company profit after tax	Bil. VND	11	60	445%
Profit after tax attributable to shareholders of the Parent Company	Bil. VND	32	200	525%
Consolidated EPS	VND/CP	201	1.115	455%

6.2. 2026 Profit distribution plan

Bonus and Welfare Fund	Not exceeding 10% of the Parent company profit after tax
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7. Approval of the salary/remuneration and expected bonus levels for the Board of Directors and the Board of Supervisors in 2026

7.1. Expected salary/remuneration for the Board of Directors and the Board of Supervisors in 2026

Unit : : million VND

No.	Chức danh	Số lượng	Remuneration level (mil. VND/person/ tháng) ³	Số tháng áp dụng (tháng) ⁴	Thành tiền
I	Board of Directors	07			7.632
1	Executive Chairman of the BoD	01	180	12	2.160

³ Not inclusive of Personal Income Tax. PIT arising from such income shall be paid by the Company.

⁴ Applicable period: from May 2026 to April 2027 (inclusive).

2	Deputy Executive Chairman of the BoD	02	108	12	2.592
3	Executive Member of the BoD	02	72	12	1.728
4	Independent Member of the BoD	02	48	12	1.152
II	Supervisory Board	03			2.160
1	Head of the Supervisory Board (full time)	01	108	12	1.296
2	Member of the Supervisory Board	02	36	12	864
TOTAL					9.792

Timing of Salary and Remuneration Payment: The General Meeting of Shareholders authorizes the Chairman of the Board of Directors to determine the timing of salary payments and remuneration allocation for the Board of Directors and the Supervisory Board, and to account for the above amounts in accordance with applicable laws and regulations.

7.2. Expected bonus levels for the Board of Directors and the Board of Supervisors in 2026

- **Bonus for achieving profit target:** If the Company achieves the 2026 consolidated profit after tax target, a bonus shall be appropriated for the BoD and Supervisory Board equal to **1,5%** of the Parent Company's profit after tax in 2026; and,
- **Bonus for exceeding profit target:** If the Company exceeds the 2026 consolidated profit after tax target, an additional bonus shall be appropriated for the BoD and Supervisory Board equal to **10%** the excess of actual consolidated profit after tax over the planned profit after tax in 2026.

8. Approval of the Company's name change as follows

Vietnamese name after change : CONG TY CO PHAN TAP DOAN FECON

Foreign language name after change : FECON CORPORATION

Abbreviated name after change : FECON CORP.

9. Approval of the following additional business lines:

Stt	Additional business line(s)	Business Code
1	Construction of water supply and drainage works	4222
2	Construction of telecommunications and communication works	4223
3	Construction of other public utility works	4229
4	Demolition	4311
5	Installation of electrical systems	4321
6	Installation of water supply and drainage systems, heating and air conditioning systems	4322
7	Wholesale of other construction materials and installation equipment	4673

8	Organization of trade introduction and promotion	8230
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10. Approval of amendments to the Company's Charter of Organization and Operation

(Details are provided in the appendix attached to this Resolution)

11. Approval of amendments to the Internal Regulation on Operations of the Company's Board of Directors

(Details are provided in the appendix attached to this Resolution)

12. Approval of the dismissal and election of replacement member(s) of the Board of Directors for the term 2024-2029 as follows:

- Approval of the dismissal of Mr. Nguyen Tran Dang Phuoc from the position of Member of the Board of Directors for the term 2024-2029 due to resignation.
- Approval of the election of 01 (one) additional member to the Board of Directors for the term 2024-2029
- Approval of Mr./Ms. being elected as Member of the Board of Directors for the term 2024-2029.

13. Approval of the Charter Capital Increase Plan for 2026

(Detailed plan is attached to this Resolution)

14. Approval of the shortlist of independent auditing firms to be considered for selection as the Company's auditor for the fiscal year 2026, including

- (i). Deloitte Vietnam Company Limited;**
- (ii). AASC Auditing Firm Co., Ltd.**
- (iii). CPA VIETNAM Auditing Company Limited;**

The General Meeting of Shareholders authorizes the Board of Directors to select one of the above-mentioned auditors to conduct the company's 2026 financial statements and to review the 2026 semi-annual financial statements. In case of disagreement with the above audit firms on the audit progress and fees, the General Meeting of Shareholders authorizes the Board of Directors to select one of the other auditing firms in the List of independent auditing companies approved by the State Securities Commission of Viet Nam to audit the above reports in accordance with the law.

Article 2. Terms of implementation

1. The Board of Directors is assigned to organize the implementation of all matters approved by the General Meeting of Shareholders under this Resolution and to fulfill information disclosure obligations in accordance with applicable laws and regulations.
2. The Board of Directors is authorized to carry out the registration and/or notification procedures for the changes specified in Article 1 of this Resolution, where required by applicable laws and regulations.
3. The Board of Directors shall report on the implementation of this Resolution at the next General Meeting of Shareholders.

Article 3. Enforcement effect

This Resolution was duly approved in its entirety by the General Meeting of Shareholders at the meeting held on 27 June 2026.

Members of the Board of Directors, the Supervisory Board, the Board of Management, and all relevant individuals, departments and divisions of the Company shall be responsible for implementing this Resolution in accordance with applicable laws and the Charter on Organization and Operation of FECON Joint Stock Company.

Recipients:

- *As stated in Article 3;*
- *Shareholders of the Company;*
- *SSC, HSX, VSD;*
- *Administration, Board Office.*

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

PHAM VIET KHOA

AMENDMENTS TO THE CHARTER OF ORGANIZATION AND OPERATION FECON JOINT STOCK COMPANY

(Attached to Resolution No.: /2026/NQ-BOD.FECON of the Board of Directors dated / /2026)

No.	Article amended/supplemented	Current content	Proposed amendment	Căn cứ
1.	<p>Article 2. Name, Legal structure, Headquarters, Branches, Representative offices, Operation period [Clause 1 and Clause 2]</p>	<p>1. Company name: Vietnamese name : CÔNG TY CỔ PHẦN FECON English name : FECON CORPORATION Abbreviation : FECON CORP.</p> <p>2. Headquarters: Address: 15th floor, CEO tower, Lot HH2-1, Me Tri Ha Urban Area, Pham Hung Street, Me Tri Ward, Nam Tu Liem District, Ha Noi, Viet Nam Phone number : 024.62690481 Fax : 024.62690484 Email : info@fecon.com.vn Website : www.fecon.com.vn</p>	<p>1. Company name: Vietnamese name : <i>CÔNG TY CỔ PHẦN TẬP ĐOÀN FECON</i> English name : FECON CORPORATION Abbreviation : FECON CORP.</p> <p>2. Headquarters: Address: 15th floor, CEO tower, Lot HH2-1, Me Tri Ha Urban Area, Pham Hung Street, Tu Liem Ward, Ha Noi, Viet Nam Phone number : 024.62690481 Fax : 024.62690484 Email : info@fecon.com.vn Website : www.fecon.com.vn</p>	<p>This Article is amended in accordance with the BOD's proposal on the change of the Company's name.</p>
2.			<p>All references to “Công ty Cổ phần FECON” in this Charter shall be replaced by “Công ty Cổ phần Tập đoàn FECON”.</p>	<p>This amendment is made in accordance with the amendments proposed in Clause 1.</p>

<p>3.</p>	<p>Article 30. Meetings of the Board of Directors [Clause 10]</p>	<p>10. Voting a) Each member of the Board of Directors shall have one (1) vote b) Resolutions and decisions of the Board of Directors on the Company’s business strategy, restructuring, and financial/investment matters as listed below shall be adopted only upon the unanimous consent of all members of Board of Directors present at the meeting: a) Medium – term development strategy and plans; b) Approval of Investment Regulations and Financial Management Regulations; c) Offering of new shares within the scope of authorized shares, issue of bonds; determination of the offering price of shares and bonds; d) Repurchase of common shares, dividend preference shares; and determination of repurchase prices; e) Approval of capital raising plans (including Loans, Guarantees, Pledges); f) Provision of loans; g) Approval of investment plans and investment projects; h) Capital contribution to the establishment of business organizations; i) Acquisition and Transfer of shares/capital contributions of the Company in its subsidiaries, affiliates and other enterprises; j) Transactions with related people that required approval by the Company’s Board of Directors in accordance with this Charter. a) Except as provided in point (b) of this Clause, resolutions and decisions of the Board of Directors shall be adopted upon approval by a majority of members present at the meeting. In the event of a tie, the final decision shall be made in accordance with the opinion of the Chairman of the Board of Directors.</p>	<p>10. Voting a) Each member of the Board of Directors shall have one (1) vote b) Resolutions and decisions of the Board of Directors shall be adopted upon approval by a majority of members present at the meeting. In the event of a tie, the final decision shall be made in accordance with the opinion of the Chairman of the Board of Directors. a)</p>	<p>This Article is amended in accordance with Clause 12, Article 157, Law on Enterprises 2020.</p>
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4.			<p>Addition of numbers 45 to 52 following number 44 in Appendix I – Company’s Business Activities, as detailed below</p> <table border="1"> <thead> <tr> <th>No</th> <th>Business activities</th> <th>Business activity Codes</th> </tr> </thead> <tbody> <tr> <td>45</td> <td>Construction of water supply and drainage works</td> <td>4222</td> </tr> <tr> <td>46</td> <td>Construction of telecommunications and communication works</td> <td>4223</td> </tr> <tr> <td>47</td> <td>Construction of other utility projects</td> <td>4229</td> </tr> <tr> <td>48</td> <td>Demolition</td> <td>4311</td> </tr> <tr> <td>49</td> <td>Electrical installation</td> <td>4321</td> </tr> <tr> <td>50</td> <td>Plumbing, heating and air conditioning installation</td> <td>4322</td> </tr> <tr> <td>51</td> <td>Wholesale of other construction materials and installation equipment</td> <td>4673</td> </tr> <tr> <td>52</td> <td>Organization of conventions and trade shows</td> <td>8230</td> </tr> </tbody> </table>	No	Business activities	Business activity Codes	45	Construction of water supply and drainage works	4222	46	Construction of telecommunications and communication works	4223	47	Construction of other utility projects	4229	48	Demolition	4311	49	Electrical installation	4321	50	Plumbing, heating and air conditioning installation	4322	51	Wholesale of other construction materials and installation equipment	4673	52	Organization of conventions and trade shows	8230	<p>This Appendix is amended in accordance with the BOD’s proposal on addition of business activities.</p>
				No	Business activities	Business activity Codes																									
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**AMENDMENTS TO THE INTERNAL REGULATION ON OPERATIONS OF THE BOARD OF DIRECTORS
FECON JOINT STOCK COMPANY**

(Attached to Proposal No.:/2026/TTr-BOD.FECON of the Board of Directors dated / /2026)

No.	Article amended/supplemented	Current content	Proposed amendment	Căn cứ
1.			All references to “Công ty Cổ phần FECON” in this Operating Regulations shall be replaced by “Công ty Cổ phần Tập đoàn FECON.	This amendment is made in accordance with the BOD’s proposal regarding the change of the Company’s name
2.	Article 17. Meeting of the Board of Directors [Clause 12 and Clause 13]	12. Unless otherwise is provided in the Company’s Charter, resolutions and decisions of the Board of Directors on the company’s business strategy, restructuring, and financial/investment matters as listed below shall be adopted only upon the unanimous consent of all members Board of Directors present at the meeting k) Medium – term development strategy and plans; l) Approval of Investment Regulations and Financial Management Regulations; m) Offering of new shares within the scope of authorized shares, issuance of bonds; determination of the offering price of shares and bonds;	Clause 13 shall be repealed and clause 12 shall be amended as follow: “12. Unless a higher voting is provided in the Company’s Charter, resolutions and decisions of the Board of Directors shall be adopted if it approved by a majority of the members present at the meeting. In the event of a tie, the final decision shall be made in accordance with the opinion of the Chairman of the Board of Directors.”	This Article is amended in accordance with the draft amendment to Article 30 of the Company’s Charter.

No.	Article amended/supplemented	Current content	Proposed amendment	Căn cứ
		<p>n) Repurchase of common shares, dividend preference shares; and determination of repurchase prices;</p> <p>o) Approval of capital raising plans (including Loans, Guarantees, Pledges);</p> <p>p) Provision of loans;</p> <p>q) Approval of investment plans and investment projects;</p> <p>r) Capital contribution to the establishment of business organizations;</p> <p>s) Acquisition and Transfer of shares/capital contributions of the Company in its subsidiaries, affiliates and other enterprises;</p> <p>t) Transactions with related people that required approval by the Company's Board of Directors in accordance with this Charter.</p> <p>13. Except as provided in Clause 12 of this Article, resolutions and decisions of the Board of Directors shall be adopted upon approval by a majority of members present at the meeting. In the event of a tie, the final decision shall be made in accordance with the opinion of the Chairman of the Board of Directors.</p>		

CHARTER CAPITAL INCREASE ISSUANCE PLAN 2026

I. OVERVIEW OF THE 2026 CHARTER CAPITAL INCREASE PLAN

No.	Target investors and issuance/offering method	Maximum Number of Shares to be Issued/Offered	Maximum Increase in Charter Capital at Par Value (VND)
1	Public offering of additional shares to existing shareholders (rights offering)	55.103.651	551.036.510.000
2	Private placement of shares	24.500.000	245.000.000.000
3	Issuance of shares under the Employee Stock Ownership Plan (ESOP)	7.871.950	78.719.500.000

II. DETAILED CAPITAL INCREASE PLAN

1. Public offering of additional shares to existing shareholders (rights offering)

1.1. Offering plan

NO.	ITEM	CONTENT
1	Issuer	FECON Corporation
2	Share name	Shares of FECON Corporation
3	Share type	Ordinary shares
4	Par value per share	VND 10,000 per share
5	Current charter capital	VND 1,574,390,050,000 (as of the date of submission to the 2026 Annual General Meeting of Shareholders)
6	Number of outstanding shares	157.439.005 shares
7	Number of treasury shares	0 shares
8	Number of shares expected to be offered	Up to 55,103,651 shares (equivalent to 35% of the outstanding shares)
9	Total expected offering value at par value	Maximum VND 551,036,510,000
10	Offering method	Offering shares to existing shareholders through rights exercise
11	Target investors	Existing shareholders listed in the shareholder register of FECON Joint Stock Company as of the record date for exercising the right

NO.	ITEM	CONTENT
		to purchase additional shares as prepared by the Vietnam Securities Depository and Clearing Corporation (VSDC).
12	Offering price	VND 10,000 per share
13	Issuance ratio	35%
14	Rights exercise ratio	20:7 (A shareholder owning one share on the record date will receive one subscription right. Every 20 subscription rights entitle the holder to purchase 7 newly issued shares.)
15	Minimum successful offering ratio	Not applicable
16	Plan to ensure compliance with foreign ownership ratio regulations	The GMS authorizes the BoD to approve the plan ensuring the share offering complies with the maximum foreign ownership ratio regulations at the Company
17	Transfer of purchase rights	Existing shareholders may transfer their subscription rights once only to one or more investors during the prescribed period. Transferees may not further transfer such rights to any third party.
18	Plan for handling fractional shares, shares arising from existing shareholders not exercising or partially exercising their purchase rights	<p>+ Offering Price: The Board of Directors (“BOD”) is authorized to determine the offering price at the time of issuance, provided that such price shall not be lower than the offering price offered to existing shareholders.</p> <p>+ Offerees and Distribution Method: The BOD is delegated and authorized to select and decide on the allocation of the unsubscribed shares to other investors (including existing shareholders of the Company who wish to increase their shareholding), on the principle that the offering price shall not be lower than the offering price offered to existing shareholders and in compliance with Article 42 of Decree No. 155/2020/ND-CP dated December 31, 2020, Clause 2 Article 195 of the Enterprise Law, and other relevant provisions of applicable laws.</p>
19	Plan for Addressing Any Shortfall in Capital Expected to Be Raised from the Offering for Project Implementation	In the event that the shares are not fully subscribed, resulting in proceeds from the offering being lower than expected, the Company shall allocate the proceeds received in accordance with the order of priority (from top to bottom) set out in the Plan for Use of Proceeds from the Share Offering presented in Section II.1.2 of this Proposal. The Company shall also rebalance its funding sources and flexibly utilize other available sources of

NO.	ITEM	CONTENT
		capital to formulate an appropriate solution based on its actual operational circumstances at the time the funds are utilized. The General Meeting of Shareholders (“GMS”) authorizes the Board of Directors (“BOD”) to determine and implement the plan for addressing any shortfall in the capital expected to be raised from the offering for the purpose of carrying out the projects.
20	Transfer restriction	<ul style="list-style-type: none"> - The shares subscribed for by existing shareholders through the exercise of their subscription rights shall be freely transferable, including those arising from shares that are subject to transfer restrictions at the time such rights are exercised. - The shares corresponding to unsubscribed rights, partially exercised rights, and fractional shares, which are reallocated by the Board of Directors (“BOD”) to other investors (including existing shareholders of the Company who wish to increase their shareholding), shall be subject to a transfer restriction of one (01) year from the completion date of the offering.
21	Expected offering period	Expected in Q4 2026 and Q1–Q2 2027, after obtaining the Certificate of Public Offering Registration from the State Securities Commission of Vietnam (SSC). The specific timing shall be determined by the Board of Directors.

1.2. Plan for use of proceeds from the offering

The total expected proceeds from the offering, based on the offering price of VND 10,000 per share, are VND 551,036,510,000. The proceeds will be allocated in the following order of priority:

No.	Purpose of use of capital	Expected allocated amount (VND)	Corresponding percentage (%)	Expected disbursement period
1	Procurement of machinery, equipment, transportation vehicles and other fixed assets for business operations	100.000.000.000	18,148%	During 2026
2	Repayment of short-term loans to credit institutions	301.036.510.000	54,631%	During 2026
3	Supplementing working capital for business operations	150.000.000.000	27,221%	During 2026

Depending on the actual circumstances and the Company's capital requirements at the time of the offering, the General Meeting of Shareholders (“GMS”) authorizes the Board of Directors

(“BOD”) to decide on any adjustment to the plan for the use of proceeds from the offering, provided that the value of such adjustment is less than 50% of the total proceeds raised from the offering and complies with Clause 2, Article 9 of Decree No. 155/2020/ND-CP dated December 31, 2020, and other relevant provisions of applicable laws.

Any adjustment to the plan for the use of proceeds from the offering (if any) shall be reported to the GMS at its nearest meeting.

2. Private placement of shares

2.1. Offering plan

NO.	ITEM	CONTENT
1	Issuer	FECON Corporation
2	Share name	Shares of FECON Corporation
3	Share type	Ordinary shares
4	Par value per share	VND 10,000 per share
5	Current charter capital	VND 1,574,390,050,000 <i>(As of the time of submission to the 2026 Annual General Meeting of Shareholders)</i>
6	Number of outstanding shares	157,439,005 shares
7	Number of treasury shares	0 shares
8	Number of shares expected to be offered	Up to 24,500,000 shares (equivalent to 15.56% of outstanding shares)
9	Total expected offering value at par value	Maximum VND 245,000,000,000
10	Offering method	Private placement of shares
11	Criteria for selecting investors	<ul style="list-style-type: none"> - Reputable domestic and foreign investors with adequate financial capacity; - Not falling under any category prohibited from purchasing shares of the Company under applicable laws and the Company's Charter; - Qualified as professional securities investors in accordance with applicable laws.
12	Selection of investors for the offering	authorizes the Board of Directors (“BOD”) to identify and select specific investors in compliance with applicable laws and the investor selection criteria approved by the GMS, with a view

NO.	ITEM	CONTENT
		<p>to ensuring the best interests of the Company and its shareholders.</p> <p>Investors participating in this private placement of shares shall not be entitled to exercise subscription rights in the public offering of additional shares to existing shareholders as set out in Section II.1 above.</p>
13	Number of shares offered to each investor	Depending on actual circumstances, the GMS authorizes the BoD to determine the number of shares offered to each investor
14	Offering price	13.000 đồng/cổ phiếu
15	Compliance with Foreign Ownership Limits Regulation	The GMS authorizes the BoD to approve the plan ensuring the share offering complies with the maximum foreign ownership ratio regulations at the Company
16	Treatment of Unsubscribed Shares	<p>With respect to all shares remaining unsubscribed during the offering, the GMS authorizes the Board of Directors to continue offering such shares to other investors who satisfy the investor selection criteria approved by the GMS. In the event that the BOD proceeds with the distribution of the unsubscribed shares, the GMS authorizes the BOD to: (i) determine the list of investors eligible to purchase such unsubscribed shares; and (ii) offer such shares to those investors at a price not lower than the offering price offered to investors who registered to participate in the initial offering.</p> <p>Upon the expiry of the share distribution period as prescribed by law, if there remain shares that have not been fully distributed to other investors, the BOD shall cancel such undistributed shares, reduce the total number of shares offered for sale to reflect the actual number of shares successfully distributed, and complete the offering in accordance with applicable laws.</p>
17	Transfer restriction	All privately placed shares shall be restricted from transfer for one (01) year from the completion date of the offering.
18	Expected offering period	The offering is expected to be conducted in the fourth quarter of 2026 and the first and second quarters of 2027, following the State Securities Commission of Vietnam's receipt of the registration dossier for the private placement of shares, and concurrently with the public offering of additional shares as detailed in Section II.1 above. The specific timing of the offering shall be determined by the Board of Directors.

2.2. Plan for use of proceeds from the offering

The total expected proceeds of VND 318,500,000,000 (assuming successful distribution of 24,500,000 shares at VND 13,000 per share) shall be used entirely for repayment of short-term borrowings from credit institutions..

3. Issuance of shares under the Employee Stock Ownership Plan (ESOP)

NO.	ITEM	CONTENT
1	Issuer	FECON Corporation
2	Share name	Shares of FECON Corporation
3	Share type	Ordinary shares
4	Par value per share	VND 10,000 per share
5	Current charter capital	VND 1,574,390,050,000 <i>(As of the time of submission to the 2026 Annual General Meeting of Shareholders)</i>
6	Number of outstanding shares	157,439,005 shares
7	Number of treasury shares	0 shares
8	Number of shares expected to be issued	Up to 7,871,950 shares (equivalent to 5% of outstanding shares)
9	Total expected issuance value at par value	Up to VND 78,719,500,000
10	Purpose of issuance	Issuance of shares under the Employee Stock Ownership Plan for FECON JSC and its subsidiaries with the following purposes: <ul style="list-style-type: none"> ✓ Recognizing the contributions of employees to the Company; ✓ Motivating employees to excel in their duties; ✓ Encouraging and enhancing the role, responsibility and interests of employees and staff to strive together and share in the Company's successes; ✓ Attracting and retaining key dedicated employees with strong professional competence and experience.
11	Eligible beneficiaries	Employees of the Company and its subsidiaries, as included in the list approved by the Board of Directors (collectively referred to as the “Employees”). The General Meeting of Shareholders (“GMS”) authorizes the Board of Directors (“BOD”) to determine and promulgate the

NO.	ITEM	CONTENT
		<p>ESOP Regulations and the list of Employees eligible to purchase shares issued under the ESOP.</p> <p>Employees participating in this ESOP share issuance shall not be entitled to exercise subscription rights in the public offering of additional shares to existing shareholders as set out in Section II.1 above.</p>
12	Eligibility criteria for employees to participate in the ESOP program	<p>The basis for establishing employee evaluation criteria under the ESOP program includes:</p> <ul style="list-style-type: none"> ✓ Length of service; ✓ Position held;
13	Principles for determining the number of shares allocated to each Employee	Details in Appendix No. 01 attached to this Resolution
14	Issuance price	VND 10,000 per share
15	Transfer restriction	Issued shares shall be subject to a transfer restriction of 01 year from the date of completion of the issuance (being the date of completion of payment collection from employees)
16	Plan for handling unsubscribed shares in case employees do not purchase or partially purchase shares (“Shares to be distributed”)	The General Meeting of Shareholders authorizes the Board of Directors to determine the allocation of any shares remaining unsubscribed by eligible Employees to other Employees included in the initial ESOP participant list, at the same issuance price.
17	Expected implementation period	The issuance is expected to be implemented in the fourth quarter of 2026 and the first and second quarters of 2027, following the State Securities Commission of Vietnam’s receipt of the issuance report dossier, and concurrently with the public offering of additional shares and the private placement of shares as detailed in Sections II.1 and II.2 above. The specific timing of the issuance shall be determined by the Board of Directors.
18	Plan to Ensure Compliance with Foreign Ownership Limits	The General Meeting of Shareholders authorizes the Board of Directors to determine and implement measures necessary to ensure that the share issuance complies with applicable regulations on foreign ownership limits.

NO.	ITEM	CONTENT
19	Treatment of Shares Subject to Transfer Restrictions upon Termination of Employment	<p>The GMS authorizes the BOD to determine the circumstances under which ESOP shares held by Employees who terminate their employment while such shares remain subject to transfer restrictions may be repurchased by the Company.</p> <p>ESOP shares repurchased by the Company while still subject to transfer restrictions shall no longer be subject to such restrictions, and the Company may re-sell such repurchased shares in accordance with applicable laws.</p> <p>The GMS further authorizes the BOD to determine the detailed plan for the re-sale of ESOP shares repurchased by the Company pursuant to the ESOP Regulations promulgated by the BOD.</p>
20	Plan for use of proceeds from the issuance	The entire proceeds raised from the issuance shall be used by the Company for the repayment of short-term borrowings from credit institutions.

III. APPROVAL OF ADDITIONAL LISTING REGISTRATION

Approval of the additional registration of deposited securities with the Vietnam Securities Depository and Clearing Corporation (VSDC) and additional listing of all shares actually issued under each issuance/offering on the Ho Chi Minh City Stock Exchange (HOSE).

IV. APPROVAL OF THE INCREASE IN CHARTER CAPITAL AND AMENDMENTS TO THE CHARTER CAPITAL, NUMBER OF OUTSTANDING SHARES, AND OTHER RELEVANT PROVISIONS OF THE COMPANY'S CHARTER BASED ON THE ACTUAL CAPITAL INCREASE RESULTING FROM THE ISSUANCES/OFFERINGS

To approve the increase in the Company's Charter Capital and the corresponding amendments to the Charter Capital, the number of outstanding shares, and other relevant provisions of the Company's Charter to reflect the aggregate par value of the shares actually issued under each issuance/offering in accordance with the issuance plans set out above.

V. AUTHORIZATION

The General Meeting of Shareholders assigns and authorizes the Board of Directors to decide upon and implement the following matters, including but not limited to:

- To supplement and/or amend the Charter Capital increase plan in accordance with actual circumstances at the time of the issuance/offering or as required by competent authorities in order to successfully implement the Charter Capital increase plan;
- To adjust the plan for the use of proceeds from the offerings/issuances, where necessary, to align with actual circumstances, the Company's investment strategy and development

orientation, while ensuring compliance with applicable laws. Any change to the use of proceeds plan shall be reported by the BOD to the GMS at its nearest meeting;

- To adjust the value of the Charter Capital to be increased and the number of shares to be issued under each issuance/offering, where necessary, to reflect actual circumstances, provided that the total value of the Charter Capital increase shall not exceed the maximum amount approved by the GMS;
- To determine the specific offering price for the private placement of shares in accordance with the principles approved by the GMS;
- To determine the list of investors and the number of shares to be offered to each investor in the private placement;
- To select the appropriate record date for the exercise of rights and the timing for implementation of each issuance/offering, including the supplementation, amendment and completion of relevant documents and the determination of the timing for share distribution, ensuring compliance with applicable laws;
- To decide on any supplementation or amendment to the Charter Capital increase plan set out in this Proposal (except for matters falling within the authority of the GMS) in order to complete the application dossier as required by competent state authorities;
- To promulgate the regulations governing the Employee Stock Ownership Program (“ESOP”);
- During the transfer restriction period, where an Employee terminates his/her employment, the shares issued to such Employee shall be handled in accordance with the ESOP Regulations promulgated by the BOD;
- To determine the contents of agreements, documents and other instruments required in connection with the implementation of the issuance/offering procedures;
- To determine and implement measures necessary to ensure that the share issuance complies with regulations on foreign ownership limits;
- To carry out all necessary procedures for reporting the results of each issuance/offering to the State Securities Commission of Vietnam (“SSC”);
- To complete additional registration and depository procedures with the Vietnam Securities Depository and Clearing Corporation (“VSDC”) and additional listing procedures with the Ho Chi Minh City Stock Exchange (“HOSE”) for the shares actually issued under each issuance/offering within the time limits prescribed by applicable laws;
- To decide upon and carry out procedures for amendments to the enterprise registration contents (including registration of the increase in Charter Capital upon completion of each issuance/offering), execute all necessary documents relating to the adjustment of

Charter Capital on the Enterprise Registration Certificate with the competent authorities, amend the Charter Capital, number of outstanding shares and other relevant provisions of the Company's Charter, and perform other procedures and tasks related to the above Charter Capital increase with competent state authorities and relevant organizations;

- To decide upon all matters and undertake all procedures and actions necessary for the successful implementation of the Charter Capital increase plan described above;
- The BOD may further delegate the Chairman of the BOD or the Chief Executive Officer to perform one or more of the tasks and authorities set out above.

APPENDIX NO. 01

Principles for Determining the Number of Shares Allocated to Each Employee under the ESOP

(Attached to the 2026 Charter Capital Increase Issuance Plan at the 2026 Annual General Meeting of Shareholders Resolution)

The number of shares allocated to each eligible Employee under the Employee Stock Ownership Program (“ESOP”) shall be determined based on two coefficients: the **Seniority Coefficient (Ti)** and the **Position Coefficient (Hi)**.

1.1. Seniority Coefficient:

The Seniority Coefficient is determined based on the actual period of employment of an Employee participating in the ESOP at the Company and/or its subsidiaries as of **May 31, 2026**, as follows:

STT	Working Period	Seniority Coefficient (Ti)
1	15 years or more	3,0
2	Từ 10 to under 15 years	1,5
3	Từ 5 to under 10 years	1,0
4	Dưới 5 năm	0,5

*Note: Employees holding the position of **Project Director** must have a minimum service period of three (03) years..*

1.2. Position Coefficient:

The position coefficient is determined based on the position of the employee participating in the ESOP Program as of May 31, 2026. In case an employee participating in the ESOP program holds more than one position (concurrent positions), the position coefficient shall be taken according to the highest position. The position coefficient is determined as follows:

STT	Position	Hệ số Position Coefficient (Hi)
1	Chairman of the Board of Directors	100
2	Vice Chairman of the Board of Directors	50
3	Head of the Supervisory Board	50
4	Chief Executive Officer of the Parent Company	50
5	Parent Company: Deputy General Director/SBU Leader/Division Director/Member of the Board of Directors	30

STT	Position	Hệ số Position Coefficient (Hi)
	Subsidiary: General Director, Executive Chairman/Head of the Supervisory Board (full-time)	
6	Parent Company: Functional Director/Department Director/Department Head/Member Bof the Supervisory Board Subsidiary: Director/Deputy General Director of Construction/Investment Division/Member of the Board of Directors	20
7	Parent Company: Deputy Department Director/Senior Expert Subsidiary: Deputy Director	10
8	Parent Company: Deputy Department Head/Project Director	5

1.3. Formula for calculating shares allocated to each beneficiary

Number of shares allocated to each beneficiary:

$$S_{CPi} = \frac{T_{CP}}{\sum_i^n (H_i * T_i)} * H_i * T_i$$

Where:

- i, n are the eligible groups from group 1 to 8 (in the table above)
- T_{CP} is the total number of shares issued in the period;
- S_{CPi} is the number of shares allocated to each beneficiary;
- H_i is the position coefficient of beneficiary i;
- T_i is the seniority coefficient of beneficiary i;

1.4. Share rounding principles

The number of shares allocated to each Employee shall be rounded down to the nearest whole share.

If, after rounding, there remain fractional shares resulting in the total allocated shares being less than the total number of shares issued under the ESOP, such remaining shares shall be allocated to the Employee(s) with the highest combined coefficient ($H_i \times T_i$)