



No. 12/2026/KSB/ĐHCĐ-TTr

Thuận Giao, May, 2026

## PROPOSAL

### Adjustment of the share issuance plan to increase charter capital (Public offering to existing shareholders)

To: The 2026 Annual General Meeting of Shareholders

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020;
- Pursuant to the Law on Securities No. 54/2019/QH14 dated November 26, 2019;
- Pursuant to the Charter of Binh Duong Mineral and Construction Joint Stock Company.

The Board of Directors of the Company hereby submits to the General Meeting of Shareholders for consideration and approval the adjustment of the share issuance plan as follows:

Plan approved in 2025			Adjusted plan		
No.	Purpose of use	Expected allocation amount (VND)	No.	Purpose of use	Expected allocation amount (VND)
1	Payment of principal and interest on short-term and long-term bank loans of Binh Duong Mineral and Construction Joint Stock Company	690,000,000,000	1	Payment of principal and interest on short-term and long-term bank loans of Binh Duong Mineral and Construction Joint Stock Company	740,000,000,000
2	Partial early redemption of bonds (code KSBH2429001) issued by Binh Duong Mineral and Construction Joint Stock Company on June 28, 2024	200,000,000,000	2	Supplementing capital for investment in the Dat Cuoc Industrial Park project owned by the Company.	280,000,000,000
			3	Settlement of debts with partners and other loans.	87,500,000,000
			4	Supplementing working capital (Payment of share issuance expenses,	36,937,030,000




3	Repayment of long-term loans of subsidiaries and/or settlement of payables/debt obligations of subsidiaries following the completion of the merger with the Parent Company (Binh Duong Mineral and Construction Joint Stock Company), depending on the disbursement schedule	225,700,000,000		settlement of payables to suppliers, other expenses serving the Company's operations, etc.)	
4	Supplementing working capital for the Company's production and business activities (Payment of share issuance expenses, settlement of payables to suppliers, payment of taxes and other payables to the State, other debts, etc.)	28,737,030,000			
	<b>TOTAL</b>	<b>1,144,437,030,000</b>		<b>TOTAL</b>	<b>1,144,437,030,000</b>

## Reasons for adjustment:

- To align with the most recently updated financial data.
- To reflect the merger of KSB Industrial Development LLC into Binh Duong Mineral and Construction Joint Stock Company.
- To optimize the use of assets currently serving as collateral for loans.
- To increase benefits for shareholders through investment in the expansion of Dat Cuoc Industrial Park.

The complete issuance plan is attached to this proposal.



Respectfully submitted to the GMS for consideration and approval./.

**ON BEHALF OF THE BOARD OF DIRECTORS  
CHAIRMAN**

**Phan Tan Dat**



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**PLAN FOR PUBLIC OFFERING OF ADDITIONAL SHARES  
SHARES OF BINH DUONG MINERAL AND CONSTRUCTION  
JOINT STOCK COMPANY**

(Attached to Proposal No. /2026/KSB/ĐHCĐ-TTr dated ..., 2026)

Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;

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;

Pursuant to Decree No. 155/2020/ND-CP dated 31/12/2020 of the Government detailing the implementation of certain articles of the Securities Law;

Pursuant to Decree No. 245/2025/ND-CP dated 11/9/2025 amending and supplementing certain articles of Decree 155/2020/ND-CP dated 31/12/2020 of the Government detailing the implementation of certain articles of the Securities Law.;

Pursuant to the Charter of Binh Duong Mineral and Construction Joint Stock Company.

The plan for the public offering of additional shares of Binh Duong Mineral and Construction Joint Stock Company is as follows:

**I. PURPOSE OF THE OFFERING**

Binh Duong Mineral and Construction Joint Stock Company conducts the public offering of additional shares to supplement capital for payment obligations.

**II. OFFERING PLAN**

1. Name of the issuer: Binh Duong Mineral and Construction Joint Stock Company (the "Company").

2. Name of shares: Shares of Binh Duong Mineral and Construction Joint Stock Company

- |                              |                    |
|------------------------------|--------------------|
| 3. Stock ticker:             | KSB                |
| 4. Type of shares:           | Ordinary shares    |
| 5. Par value:                | 10,000 VND/share   |
| 6. Offering price:           | 10,000 VND/share.  |
| 7. Number of shares offered: | 114,443,703 shares |

8. Ratio of additional shares registered for offering to total outstanding shares: 100.00%

9. Exercise ratio: 1 : 1



*On the record date (the final registration date), shareholders owning 01 share will receive 01 purchase right, and every 01 purchase right will entitle the holder to purchase 01 new share.*

*Example: On the record date for shareholders entitled to purchase additional shares, shareholder Nguyen Van A owns 577 shares. In this case, shareholder A will be entitled to purchase the corresponding number of additional new shares:  $(577: 1) \times 1 = 577$  shares (no fractional shares arise).*

10. Total expected capital to be raised: 1,144,437,030,000 VND.

11. Expected offering time: Authorized to the Board of Directors to decide, in accordance with the approval of competent State management agencies and market conditions.

12. Distribution method: Offered to existing shareholders via the exercise of rights.

13. Transfer of purchase rights: purchase rights may be transferred 01 (one) time.

14. The plan for handling shares that existing shareholders do not register to purchase, do not pay for, and fractional shares (remaining shares) is as follows:

- Rounding plan and handling of fractional shares: Since the exercise ratio is 1:1, no fractional shares will arise.

- Shares not fully subscribed by existing shareholders due to non-registration or non-payment will be distributed by the Board of Directors, as authorized by the General Meeting of Shareholders, to other entities under offering conditions, rights, and obligations of investors that are not more favorable than those offered to existing shareholders (including an offering price not lower than the price offered to existing shareholders). These shares are subject to transfer restrictions for a period of 01 (one) year from the date of the offering's conclusion.

- In the event that there are still remaining shares that have not been distributed and the Board of Directors cannot find other suitable entities for distribution, these undistributed shares will be cancelled, and the Board of Directors shall issue a decision to conclude the offering.

- The handling of remaining shares shall ensure compliance with the provisions of Article 42 of Decree No. 155/2020/NĐ-CP dated December 31, 2020, Clause 2, Article 195 of the Law on Enterprises No. 59/2020/QH14, and other relevant legal regulations.

15. Plan to ensure the share issuance meets foreign ownership ratio regulations: The General Meeting of Shareholders authorizes the Board of Directors to approve the plan to ensure the share issuance meets foreign ownership ratio regulations.

16. Implementation of share listing on the securities trading system: All additional shares issued in the offering will be listed on the Ho Chi Minh City Stock Exchange (HOSE) in accordance with the law.

The General Meeting of Shareholders authorizes the Board of Directors to carry out the necessary procedures to register the additional shares for depository at the Vietnam Securities Depository and Clearing Corporation (VSDC) and to list the shares on the Ho Chi Minh City Stock Exchange (HOSE) in accordance with the law.

### III. PLAN FOR USE OF PROCEEDS FROM THE OFFERING

#### 1. Plan for use of proceeds from the public offering of additional shares:

In the event that the Company successfully conducts the public offering of additional shares, the total amount expected to be raised from the offering is 1,144,437,030,000 VND. All proceeds from the offering will be used to:

No.	Purpose of use	Expected allocation amount (VND)
1	Payment of principal and interest on short-term and long-term loans at Banks of Binh Duong Mineral and Construction Joint Stock Company	740,000,000,000
2	Supplement capital for investment in the Dat Cuoc Industrial Park project owned by the Company.	280,000,000,000
3	Payment of debts to partners and other loan debts.	87,500,000,000
4	Supplement working capital (Payment of share issuance costs, payment of payables to suppliers, and other expenses serving the Company's operations, etc.)	36,937,030,000
	<b>TOTAL</b>	<b>1,144,437,030,000</b>



The General Meeting of Shareholders assigns and authorizes the Board of Directors to develop a plan for the use of proceeds from the public offering of shares, including but not limited to: Details of the allocation ratio/or specific amount allocated for each capital use purpose, priority order of allocation, and appropriate usage time for each capital use purpose.

#### 2. Plan for handling in case the Company does not raise the full expected capital from the share offering:

- In the event that the number of shares is not fully sold as expected, the General Meeting of Shareholders authorizes the Board of Directors to develop a detailed plan for the use of the proceeds collected from the subscribed shares;

- The capital shortfall will be mobilized from other sources from the Company's business activities;

- The progress of capital usage will be reported by the Board of Directors at the General Meetings of Shareholders.

### IV. AUTHORIZATION CONTENT FOR THE BOARD OF DIRECTORS

The General Meeting of Shareholders authorizes the Board of Directors to decide on all matters related to the public offering of additional shares. Specifically as follows:

- Select a consulting organization for the share offering registration dossier and complete procedures in accordance with the law regarding the public offering of additional shares according to the plan approved by the General Meeting of Shareholders;

- Proactively select the timing for the share offering, develop and explain the share offering registration dossier to be submitted to competent authorities. In case these authorities require amendments or supplements, the Board of Directors is permitted to decide on amendments or supplements according to the recommendations/requests of the competent authorities. The Company must perform information disclosure in accordance with regulations regarding these amendments and supplements;

- Approve the plan to ensure the share offering meets foreign ownership ratio regulations;

- Change and approve the plan for handling fractional shares and shares that existing shareholders do not register to purchase or do not pay for (remaining shares) in accordance with the law.

- Develop a plan for the use of proceeds from the public offering of shares, including but not limited to: Details of the allocation ratio/or specific amount allocated for each capital use purpose, priority order of allocation, and appropriate usage time for each capital use purpose; Select and decide on a plan to compensate for the capital shortfall expected to be raised from the offering (if any);

- Proactively select the timing for disbursement; optimal solutions for capital when not yet used; adjust the contents of the capital use plan; purpose of capital use; and simultaneously disclose the changes on the Company's official website and fulfill information disclosure obligations in accordance with the law;

- Carry out changes to the content of the Business Registration Certificate at the Ho Chi Minh City Department of Finance or the competent authority at the time of performing the procedures based on the actual offering results;

- Amend clauses related to charter capital, number of shares, and stocks in the Company's Charter after the conclusion of the offering;

- Perform procedures to adjust the Securities Registration Certificate at the Vietnam Securities Depository and Clearing Corporation (VSDC) based on the actual offering results;

- Implement the listing of additional shares on the Ho Chi Minh City Stock Exchange in accordance with regulations based on the actual offering results;

- In addition to the above authorization contents, during the implementation of the public offering plan for additional shares, the General Meeting of Shareholders authorizes the Board of Directors to perform other necessary procedures, including but not limited to

supplementing, amending, and perfecting this Plan (including decisions on contents not yet presented in the Plan) as required by competent regulatory authorities and/or in accordance with actual circumstances; ensuring the successful implementation of the Plan, ensuring the rights and interests of Shareholders and the Company, and complying with current legal regulations;

- Other tasks related to the public offering of additional shares.

**ON BEHALF OF THE BOARD OF DIRECTORS  
CHAIRMAN**

**Phan Tan Dat**



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