

No.: 01/NQ-ĐHĐCĐ

Ho Chi Minh City, July 31, 2026

DRAFT RESOLUTION
GENERAL MEETING OF SHAREHOLDERS
BLACK CAT INSULATION TECHNICAL JOINT STOCK COMPANY

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020, and other relevant legal regulations;
- Pursuant to the Law on Securities No. 54/2019/QH14 dated November 26, 2019, and other relevant legal regulations;
- Pursuant to the Charter of Black Cat Insulation Technical Joint Stock Company (the “Charter”);
- Pursuant to the Minutes of the Annual General Meeting of Shareholders No. .../BB-GMS dated 31 July 2026.

RESOLVES

Article 1. To approve the Report on the activities of the Board of Directors (the “BOD”) No. 01/BC-HĐQT dated 03 July 2026, and the Report on the activities of the Supervisory Board (the “BS”) No. 01/BC-BKS dated July 03, 2026.

Article 2. To approve the audited financial statements for the fiscal year 2025, as audited by A&C Auditing and Consulting Co., Ltd., in accordance with Proposal No. 02 dated 03 July 2026 submitted by the BOD; the Statement of Profit and Loss for 2025 and the Business Plan for 2026 of the Board of Management under Report No. 03/BC-BOM dated July 03, 2026, with the key targets as follows:

Business Performance for 2025

No.	Items	Unit	Consolidated Financial Statements	Aggregate Financial Statements
1	Total assets	VND	201.868.773.220	190.691.474.466
2	Net revenue	VND	139.254.366.736	131.847.121.897
3	Profit before tax	VND	3.522.938.363	3.568.987.039
4	Profit after tax	VND	952.219.370	998.268.046
5	Profit after tax of the parent company’s shareholders	VND	1.401.019.355	

Business Plan for 2026:

No.	Items	Unit	Consolidated Financial Statements	Aggregate financial statements
1	Net revenue	VND	380.000.000.000	350.000.000.000
2	Profit after tax	VND	30.000.000.000	28.000.000.000
3	Total assets	VND	300.000.000.000	210.000.000.000

The General Meeting of Shareholders authorizes the Board of Directors to adjust the business plan in line with actual conditions in the event of market fluctuations causing deviations from the underlying assumptions.

Article 3. To approve the profit distribution for 2025 in accordance with Proposal No. 03 dated July 03, 2026 submitted by the BOD, as follows:

The accumulated undistributed after-tax profits as at March 31, 2026 shall be retained to supplement working capital for investment and development activities, strengthen equity, and enhance the Company's competitiveness and investment capacity.

Article 4. To approve the plan for advance dividend payment for the fiscal year 2026 in accordance with Proposal No. 04 dated July 03, 2026 submitted by the BOD, in the event that the Company generates profits, as follows:

- Advance dividend payout ratio: up to 15% (i.e., each share may receive an advance dividend of up to VND 1,500 per share for 2026). Based on the Company's actual business performance and in compliance with applicable laws, the General Meeting of Shareholders authorizes the Board of Directors to determine the final dividend payout ratio for the fiscal year 2026 on the basis of retained earnings, ensuring full satisfaction of all statutory conditions for dividend distribution.
- Form of payment: Cash.
- Timing of payment: The General Meeting of Shareholders authorizes the Board of Directors to determine the timing of payment based on actual conditions, in compliance with applicable laws and regulations.
- Personal Income Tax (PIT): The General Meeting of Shareholders authorizes the Board of Directors to withhold the applicable Personal Income Tax from the dividend payments and, on behalf of the shareholders, declare and remit such withheld PIT to the tax authorities in accordance with applicable laws.

Article 5. To approve the remuneration of members of the Board of Directors and the Supervisory Board, and the operating expenses for 2026, in accordance with Proposal No. 06 dated July 03, 2026 submitted by the BOD, as follows:

No.	Title	Remuneration (VND/year)
I	Board of Directors (BOD)	BOD did not receive remuneration

II	Board of Controllers	
1	Head of the Board of Controllers	36.000.000
2	Member of the Board of Controllers	24.000.000
3	Other operating expenses	15.000.000

Article 6. To approve the list of auditing firms eligible to audit the Company's 2026 Financial Statements in accordance with Decision No. 902/QĐ-UBCK dated 19 November 2025 issued by the State Securities Commission regarding the approval of auditing firms and practicing auditors permitted to audit public interest entities in the securities sector for 2026.

The General Meeting of Shareholders authorizes the General Director of the Company to select one of the auditing firms from the aforementioned list to perform the audit of the Company's 2026 Financial Statements in compliance with applicable laws and regulations.

Article 7. To approve the amendments and supplements to certain articles of the Company's Charter, the Internal Regulations on Corporate Governance, and the Operating Regulations of the Board of Directors of Black Cat Insulation Technical Joint Stock Company, in accordance with Proposal No. 08 dated July 03, 2026 submitted by the Board of Directors.

Article 8. To approve the transaction in which the Company acquires real estate from an internal person and related persons, in accordance with Proposal No. 10 dated July, 2026 submitted by the Board of Directors with details as follows:

1. Transaction information

- Transferor: Mr. Ho Minh Kha – Chairman of the Board of Directors, and Ms. Vo Thi Ngoc Anh Tam – a related person.
- Transferee: Black Cat Insulation Technical Joint Stock Company.
- Transferred asset: Land use rights with an area of 276.4 m² located at No. 137 Hoang Hoa Tham Street, Vung Tau Ward, Ho Chi Minh City.
- Transaction value: Not exceeding VND 50 billion, based on an independent valuation certificate.
- Implementation timeline: Within the fiscal year 2026
- Purpose of acquisition: To serve the Company's investment and business activities; it is expected to be used as capital contribution for the establishment of a subsidiary operating in the restaurant service sector.

2. Authorization

The General Meeting of Shareholders authorizes the Board of Directors to approve detailed terms of the transaction and to supervise the Director/General Director in carrying out procedures related to the execution and implementation of the above-mentioned contracts and transactions, in

compliance with applicable laws, the Company's Charter, and resolutions of the General Meeting of Shareholders.

Article 9. Members of the Board of Directors, the Supervisory Board, the Executive Management, and all shareholders of Black Cat Insulation Technical Joint Stock Company shall be responsible for the implementation of this Resolution.

This Resolution shall take effect from the date of signing.

Recipients:

- As stated in Article 9;
- Investor Relations;
- Filed at: Administration Department, GMS documentation records.

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

Ho Minh Kha

No.: 02/NQ-ĐHĐCĐ

Ho Chi Minh City, July 03, 2026

DRAFT RESOLUTION
GENERAL MEETING OF SHAREHOLDERS
BLACK CAT INSULATION TECHNICAL JOINT STOCK COMPANY

- *Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020, and other relevant legal regulations;*
- *Pursuant to the Law on Securities No. 54/2019/QH14 dated November 26, 2019, and other relevant legal regulations;*
- *Pursuant to the Charter of Black Cat Insulation Technical Joint Stock Company (the “Charter”);*
- *Pursuant to the Minutes of the Annual General Meeting of Shareholders No. .../BB-GMS dated 31 July 2026.*

RESOLVES

Article 1. To approve the issuance of employee share ownership plan (ESOP) shares for 2026 in accordance with Proposal No. 09 dated 03 July 2026 submitted by the Board of Directors, with details as follows:

1. Basis for Proposal:

- a. Purpose: The issuance and grant of shares (“Bonus Shares”) under the employee stock ownership program for employees (“Employees”) (“ESOP”) are intended to foster alignment between Meo Den Insulation Technical Joint Stock Company (the “Company” or “Meo Den”) and its talented employees, to recognize the efforts and contributions made to the Company by management, officers, and employees who have made significant contributions to the Company, and at the same time to attract external talents through an attractive remuneration policy. The issuance of Bonus Shares will also promote a positive corporate image, create humanistic values for the enterprise, and generate favorable effects both internally and in the public domain, thereby supporting the Company’s continued expansion, strength, and sustainable development.

b. Conditions for Implementation

The year 2026 marks the 15th anniversary of the Company’s establishment. In recognition of employees’ contributions and to promote performance improvement initiatives, the Management proposes the following conditions for implementing the ESOP in 2026:

As at 30 September 2026, based on the reviewed or audited consolidated semi-annual financial statements (or internally prepared consolidated semi-annual financial statements), if the Company simultaneously meets the following criteria, the ESOP issuance plan as set out in Sections 2 and 3 of this Proposal shall be implemented:

- Revenue of at least VND 129 billion;
- Net profit margin (net profit after tax over revenue) of at least 8%.

2. Plan for Issuance of Bonus Shares to Employees in 2026 (“Issuance Plan”)

1	Name of shares:	Common stock of Black Cat Insulation Technical Joint Stock Company
2	Stock code:	BMK
3	Type of shares:	Common stock
4	Par value:	10.000 VND per stock
5	Current Charter Capital:	VND 80,239,230,000
6	Number of Shares Issued:	8.023.932 shares
	Outstanding Shares:	8.023.932 shares
	Treasury Shares:	0 share
7	Number of shares to be issued	The total number of shares to be issued is expected to be up to 400,000 shares. The GMS authorizes the BOD to determine the specific number of shares to be issued, provided that such number does not exceed the total amount approved by the GMS.
8	Expected Issuance Ratio:	Maximum expected issuance ratio (maximum number of shares to be issued / total number of outstanding shares as of March 31, 2026): 4.99%. The GMS authorizes the BOD to adjust the issuance ratio based on the actual implementation sequence and approvals from competent authorities.
9	Total Expected Issuance Value (at par value):	The total expected issuance value is up to VND 4,000,000,000 (<i>In words: Four billion Vietnamese Dong</i>)
10	Offerees:	Employees of the Company (including members of the BOD, the Supervisory Board, the Management Board, and employees of Black Cat and its related companies), as approved by the BOD prior to the issuance.
11	Eligibility Criteria for Employees Participating in the Program:	Employees eligible to participate in the Employee Stock Ownership Plan (ESOP), determined as of the date the BOD issues the implementation resolution (“Implementation Date”), must satisfy all of the following conditions: • Having a valid labor contract with the Company as of the Implementation Date; • Having a commitment to long-term engagement with the Company; • Actively contributing to the development of the Company’s long-term resources; • Demonstrating and contributing to the Company’s core values and corporate culture. The ESOP shall not apply to employees who fall into any of the following cases (as of the Implementation Date):

		• Having submitted a resignation letter, being in the notice period for termination, or having already left the Company; • Being on unpaid leave for a period of one (01) year or more. Based on the above criteria, the BOD shall approve the list of eligible employees, assess eligibility levels, determine the number of shares and allocation principles for each participant in each ESOP issuance tranche, ensuring compliance with the plan approved by the GMS and applicable laws.
12	Method of Implementation:	Bonus share issuance directly to employees based on the list approved by the BOD
13	Funding Source:	The issuance shall be funded from undistributed after-tax profits according to the most recent audited financial statements, being the financial statements as of September 30, 2026 or December 31, 2026, depending on the actual implementation timing. The GMS authorizes the BOD to select the appropriate audited financial statements and determine the specific funding amount within the permissible sources.
14	Implementation Timeline:	After approval by the State Securities Commission. The GMS authorizes the BOD to determine the specific issuance timing.
15	Transfer Restrictions:	100% of the issued shares shall be subject to transfer restrictions for a minimum of 01 year and a maximum of 05 years from the completion date of the issuance. The BOD is authorized to determine the restriction ratio, number of restricted shares, restriction period, release schedule, and specific conditions for transfer restriction and release in each stage.
16	Rounding and Treatment of Fractional Shares / Refused Shares:	The number of shares allocated to each employee shall be rounded down to the nearest whole number. Fractional shares (if any) and shares refused by employees (if any) shall be handled by the BOD and redistributed to other eligible participants in compliance with applicable laws and ensuring employees' rights.
17	Foreign Ownership Compliance:	To be determined by the BOD.
18	Depository and Trading Registration / Listing:	The shares issued under this plan shall be additionally registered with the Vietnam Securities Depository and Clearing Corporation (VSDC) and registered for additional trading on the Hanoi Stock Exchange (HNX) in accordance with applicable laws.

- 3. Approve the assignment /authorization for the Board of Directors**
- a. Approving the detailed plan, supplementing, and completing the content of the stock issuance plan and/or amending the issuance plan if necessary to ensure the success of the issuance or if there is any complaint from competent state agencies to ensure the success of the issuance in accordance with the company's Charter and Legal regulations.
 - b. Deciding on the utilization and allocation of funds for issuing shares to increase charter capital through the issuance of Bonus Shares in accordance with the approval of the AGM.
 - c. Deciding on the criteria for selection and the list of company employees to be allocated Bonus Shares, as well as the principles for determining the number of Bonus Shares to be distributed to each recipient.
 - d. Deciding the actual implementation method and timeline, determining the number of shares to be issued in each offering, ensuring that the total number does not exceed the total number of shares approved by the AGM.
 - e. Deciding on the policies and binding requirements applicable to employees holding Bonus Shares.
 - f. Deciding the duration of transfer restriction, the number of shares to be released and transferred annually; regulations, and conditions on transfer restrictions in accordance with the content in Section 2 of this Proposal.
 - g. Deciding and regulating the buyback of Bonus Shares from employees (upon resignation/request) when the transfer restriction conditions are met.
 - h. Approving the plan to ensure that the issuance of shares meets the foreign ownership ratio requirements in case of issuing shares to employees who are foreign investors; deciding on changes to the foreign ownership ratio if the ESOP program issues shares to foreign employees, and carrying out related procedures in accordance with legal regulations (if any).
 - i. Completing and implementing the documents and procedures for issuing ESOP as required by state agencies and in accordance with legal regulations.
 - j. Performing the necessary procedures for the change in charter capital: (i) adjusting the Company's business registration certificate after the completion of share issuance, (ii) amending/supplementing the provisions on charter capital in the Company's Charter and issuing the corresponding Charter, (iii) registering for centralized depository and registering for additional trading/listing, and other related procedures.
 - k. Selecting an appropriate time, carrying out related tasks, and approving the documents for registering additional securities at the Vietnam Securities Depository and Clearing Corporation and registering for additional listing of newly issued shares at the Stock Exchange in accordance with legal regulations

1. Deciding all other relevant issues to ensure the successful completion of the issuance.

Article 2. Members of the Board of Directors, the Supervisory Board, the Executive Management, and all shareholders of Black Cat Insulation Technical Joint Stock Company shall be responsible for the implementation of this Resolution.

This Resolution shall take effect from the date of signing.

Recipients:

- As stated in Article 2;
- Investor Relations;
- Filed at: Administration Department, GMS documentation records.

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

Ho Minh Kha