SONADEZI GIANG DIEN
MEMBER OF SONADEZI

SONADEZI GIANG DIEN SHAREHOLDING COMPANY

No.: 146. / CBTT-SZG

SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness

Dong Nai, November 11, 2026

INFORMATION DISCLOSURE

To:

- The State Securities Commission;
- The Hanoi Stock Exchange.

- Organization name: **SONADEZI GIANG DIEN SHAREHOLDING COMPANY**
- Securities code: **SZG**
- Head office address: Giang Dien Industrial Zone Office, Road No. 6, Giang Dien Industrial Park, Trang Bom Ward, Dong Nai City, Vietnam.
- Phone number: (0251) 8966688
- Fax: (0251) 8966689
- Email: szg@sonadezi-giangdien.vn

Content of Information Disclosure:

Disclosing of information on the update of documents for the 2026 Extraordinary General Meeting of Shareholders.

This information is also published on the Company's website on the same day at the link: http://www.sonadezi-giangdien.vn/quan-he-co-dong/thong-tin-co-phieu

Attached Documents:

Proposals No: 95/TTr-SZG-HDQT dated 11/11/2026.

Sonadezi Giang Dien Shareholding Company confirms that the information disclosed here is true and fully takes responsibility before the law for the content of the disclosed information./

Best regards.

Recipients:
- As above;
- Archived: Admin Dept, Secretary.

LEGAL REPRESENTATIVE
GENERAL DIRECTOR

M.S.D.N: 3600... - C.T.C.P
CÔNG TY CỔ PHẦN SONADEZI GIANG ĐIỀN
THÀNH PHỐ ĐỒNG NAI

Tran Tan Nhat

Signature Not Verified
Ký bởi: CÔNG TY CỔ PHẦN SONADEZI GIANG ĐIỀN
Ký ngày: 11/11/2026 16:38:

SONADEZI GIANG DIEN
MEMBER OF SONADEZI

SONADEZI GIANG DIEN SHAREHOLDING COMPANY

No.: 95 /TTr-SZG-HĐQT

SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness

Dong Nai, November 11, 2026

PROPOSAL

Re: Request for approval in principle of the acquisition of 100% of the charter capital of Phuoc Binh Investment Company Limited

To: The General Meeting of Shareholders of the Company

Pursuant to the Law on Enterprises No. 59/2020/QH14 dated 17 June 2020, as amended and supplemented by Law No. 03/2022/QH15 dated 11 January 2022 and Law No. 76/2025/QH15 dated 17 June 2025;

Pursuant to the Charter of Sonadezi Giang Dien Shareholding Company (6th amendment and supplement dated 20 April 2026);

Pursuant to the Business Cooperation Contract (Re: Investment in construction and business of Industrial Park infrastructure) signed on 21 January 2025 between Phuoc Binh Investment Company Limited and Sonadezi Giang Dien Shareholding Company;

Pursuant to Decision No. 1839/QĐ-UBND dated 24 July 2026 of the People's Committee of Dong Nai City on approval of the investment policy and approval of the investor for the Phuoc Binh Industrial Park Infrastructure Construction and Business Investment Project;

Pursuant to Official Letter No. 6721/UBND-KTN dated 4 August 2026 of the People's Committee of Dong Nai City on the termination and liquidation of the contract for the Phuoc Binh road construction investment project under the public-private partnership method, Build – Transfer (BT) contract type;

Pursuant to Valuation Certificate No. 436/2026/1078/CT-SV dated 19 October 2026 of Sen Viet Valuation Joint Stock Company and Valuation Certificate No. 128/2026/1130/CT-TTA.TĐG dated 19 October 2026 of Trung Tin Valuation Joint Stock Company;

Pursuant to the reviewed interim financial statements for the accounting period from 1 January 2026 to 30 June 2026 of Sonadezi Giang Dien Shareholding Company;

Pursuant to the Resolution of the Board of Directors of the Company dated 5 November 2026 approving the submission of the proposal on the approval in principle of the acquisition of 100% of the charter capital of Phuoc Binh Investment Company Limited to the 2026 Extraordinary General Meeting of Shareholders, on the basis of Proposal No. 85/TTr-SZG dated 19 October 2026 of the General Director of the Company;

Pursuant to the Company's plan to increase its industrial land bank to serve its production and business needs, as approved under the Resolution of the Annual General Meeting of Shareholders of the Company dated 20 April 2026.

The Board of Directors of the Company respectfully submits to the General Meeting of Shareholders for consideration and approval in principle of the acquisition of 100% of the charter capital of Phuoc Binh Investment Company Limited ("Phuoc Binh Company"), through which the Company will control Phuoc Binh Company and the Phuoc Binh Industrial Park Infrastructure Construction and Business Investment Project (the "Phuoc Binh IP Project"), with the following contents:

I. NECESSITY OF THE INVESTMENT

- **Running out of commercial land bank:** Giang Dien Industrial Park (Giang Dien IP) is the Company's principal product generating revenue and profit; however, the remaining commercial land bank is only about 42 ha, expected to be fully leased out during 2027–2029. Once the land bank is exhausted, new revenue from core business activities will be interrupted; net revenue in the first six months of 2026 reached VND 202.2 billion, down 7.3% compared with the same period last year.
- **Favorable market:** the occupancy rate of industrial land in Dong Nai reached 73.1%, with the highest asking rental price in the region (USD 189.6/m²/lease term); connecting infrastructure in the Long Thanh area is being improved (Ben Luc – Long Thanh expressway, Long Thanh International Airport). Competition from new supply is expected to increase during 2027 – 2029, so the Company needs to proactively supplement its land bank early.
- **Choice of investment method:** compared with continuing the existing Business Cooperation Contract (BCC), under which the Company subleases only 35 ha (sufficient for about 02 years of business), or acquiring the project, the acquisition of 100% of the charter capital enables the Company to control approximately 139.67 ha of commercial land (sufficient for about 8 – 9 years) and to be proactive in investment and business; the transaction is carried out under the Law on Enterprises and does not change the Project's investor, so the procedures are simple and the timeline is shortened.

II. INFORMATION ON PHUOC BINH COMPANY AND THE PHUOC BINH IP PROJECT

- **Enterprise:** Phuoc Binh Investment Company Limited, enterprise code 3603570358 (6th amendment of registration dated 12 August 2026); a limited liability company with two or more members; charter capital of VND 600 billion owned by 06 individual members; legal representative: Mr. Phan The Anh – Director.
- **Project:** Phuoc Binh IP Infrastructure Construction and Business Investment Project in Phuoc Thai Commune, Dong Nai City; scale of 189.99 ha, of which approximately 139.67 ha is industrial and warehouse land for lease; total investment of VND 1,501.08 billion; term of 50 years from 24 July 2026 (Decision No. 1839/QĐ-UBND).
- **Legal status:** The Project has obtained the Decision approving the investment policy and approving the investor, the 1/500 detailed plan and the environmental impact assessment report; compensation has been completed for approximately 158.94 ha; the Department of Agriculture and Environment has submitted a

proposal to the People's Committee of Dong Nai City for the lease of land. The procedures for land lease, issuance of the Land Use Right Certificate and compensation for the remaining approximately 31 ha are expected to be completed in Q1 – Q2/2027.

- **BCC Contract:** under the BCC dated 21 January 2025, the Company sub-leases 35 ha at Phuoc Binh IP at a unit price of approximately USD 140/m²; VND 618.26 billion has been disbursed to date.
- **BT project for the National Highway 51 – Phuoc Binh IP route:** the People's Committee of Dong Nai City has agreed on the policy of terminating the BT Contract (Official Letter No. 6721/UBND-KTN dated 4 August 2026); the compensation and contract termination value will be paid from the City budget based on the audit results of the State Audit Office, expected to be completed in Q4/2027.

III. BASIS OF TRANSACTION VALUE AND FINANCIAL CAPACITY

1. Valuation results

The Company has engaged 02 independent valuation firms to determine the value as the basis for proposing the transaction value; the results are as follows:

Valuation firm	Appraised value (VND billion)	Comparison with the maximum transaction value of VND 2,800 billion
Sen Viet Valuation Joint Stock Company (Certificate No. 436/2026/1078/CT-SV; asset-based method)	3,124.4	The maximum transaction value is approximately 10.4% lower than the appraised value
Trung Tin Valuation Joint Stock Company (Certificate No. 128/2026/1130/CT-TTA.TĐG; residual method)	3,088.8	The maximum transaction value is approximately 9.4% lower than the appraised value

Both certificates were issued on 19 October 2026 and are valid for a maximum of 06 months (until 19 April 2027). The proposed maximum transaction value is lower than both appraised values, taking into account time risk, execution risk and negotiation margin.

2. Investment efficiency (for reference)

- According to Trung Tin's financial plan, NPV is positive in all 04 scenarios of infrastructure usage fee of USD 140 – 200/m² (VND 1,218.1 – 2,682.4 billion), with IRR of 20.81% – 32.67%.
- According to Sen Viet's model (assuming the Company invests in the infrastructure itself within 04 years), NPV is positive from the USD 160/m²

scenario (VND 266.7 – 1,014.2 billion); the break-even point is approximately USD 146/m², about 23% lower than the current asking rental price.

- The financial plan based on the actual transaction structure (purchase price, payment schedule, settlement of matters under the BCC, handover time, leasing progress) will be approved by the Board of Directors before the Board decides on the definitive capital contribution transfer agreement.

3. Capacity to balance capital sources

As of 30 June 2026, the Company had no outstanding borrowings; cash and short-term financial investments amounted to approximately VND 1,247.6 billion (excluding the VND 618.3 billion already paid under the BCC). After deducting the BCC amount to be refunded or offset, the maximum new capital requirement is approximately VND 2,181.7 billion, concentrated at the time of completion of the transaction (expected at the end of 2027); the remaining funding requirement of approximately VND 934.1 billion will be met through accumulated operating cash flows and bank borrowings within safe limits, ensuring no impact on the Company's financial safety.

4. Legal review and risk control

The Company has conducted a legal due diligence (Legal DD) of Phuoc Binh Company and the Phuoc Binh IP Project through an independent legal consultant. The main risks (land-related legal risks, termination of the BT Contract, infrastructure cost overruns, market, capital sources, contingent liabilities) are controlled through: a lump-sum transaction value; conditions precedent and conditions for handover; milestone-based payment and retention of part of the price; the right to reduce the price, extend or terminate the transaction when the transferor is behind schedule; representations, warranties and indemnification obligations of the transferor.

IV. ACQUISITION PLAN

- **Form:** acquisition of 100% of the charter capital of Phuoc Binh Company (VND 600 billion) from the existing members; after completion, Phuoc Binh Company becomes a single-member limited liability company owned by the Company.
- **Transaction value:** lump-sum not exceeding VND 2,800 billion (excluding VAT), inclusive of the remaining compensation costs and the investment cost of completing 100% of the infrastructure to be carried out by the transferor; excluding the raw land rent (payable annually) and management fees.
- **Handover conditions and time:** expected at the end of December 2027, when Phuoc Binh Company has completed 100% of the infrastructure, completed the land-related legal procedures and settled the BT Contract; has no outstanding borrowings; payables have been paid or settled; receivables and contingent liabilities have been reviewed, disclosed and handled prior to handover. The Project will be eligible for land sub-leasing from 2028.
- **Settlement of the BCC:** the VND 618.26 billion already paid by the Company will be refunded with interest at 8% per annum as committed, or offset against the transfer price; the BCC will be liquidated concurrently with or after completion of the transaction.

- **Authority:** the Company's total assets as of 30 June 2026 were VND 5,103.29 billion (35% is equivalent to approximately VND 1,786.15 billion); the expected transaction value exceeds the threshold of 35% of total assets and therefore falls under the decision-making authority of the General Meeting of Shareholders pursuant to Point d, Clause 2, Article 14 of the Company's Charter.

V. RECOMMENDATIONS

The Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval of the following contents:

1. Approve in principle the acquisition of 100% of the charter capital of Phuoc Binh Investment Company Limited with a lump-sum transaction value not exceeding VND 2,800 billion (excluding VAT), in accordance with the plan set out in Section IV of this Proposal.
2. Authorize the Board of Directors to lead the implementation of the acquisition of 100% of the charter capital of Phuoc Binh Investment Company Limited, including: deciding the unit price, contracts and related conditions; assigning the Board of Directors and the Executive Management to negotiate the price, specific conditions and the capital contribution transfer agreement with Phuoc Binh Investment Company Limited and the existing members (including the settlement of matters under the BCC) within the above transaction value.
3. The Board of Directors and the Executive Management are responsible for reporting the implementation results to the General Meeting of Shareholders at the next General Meeting of Shareholders.

Respectfully submitted to the General Meeting of Shareholders for consideration and approval.

Yours respectfully.

Recipients:
- As above;
- Members of the Board of Directors, Supervisory Board;
- Archive: Registry, Board of Directors Secretary.

ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRPERSON

M.S.D.N: 3603470... C.T.C.P CÔNG TY CỔ PHẦN SONADEZI GIANG ĐIỀN THÀNH PHỐ ĐỒNG NAI

Nguyen Thi Hanh