

Phụ lục VI
Appendix VI

**CÔNG TY CỔ PHẦN
MIỀN ĐÔNG
MIEN DONG JOINT
STOCK COMPANY**

**CỘNG HÒA XÃ HỘI CHỦ NGHĨA VIỆT NAM
THE SOCIALIST REPUBLIC OF VIETNAM
Độc lập – Tự do – Hạnh phúc
Independence – Freedom – Happiness**

Đồng Nai, ngày 16 tháng 10 năm 2026

Dong Nai, October 16, 2026

**CÔNG BỐ THÔNG TIN
INFORMATION DISCLOSURE**

Kính gửi: - Ủy ban Chứng khoán Nhà Nước.
- Sở Giao dịch Chứng khoán Tp.HCM.
To: - The State Securities Commission
- Ho Chi Minh City Stock Exchange

1. Tên tổ chức niêm yết: **Công ty Cổ phần Miền Đông**/*Name of listed organization: Mien Dong Joint Stock Company.*

- Mã chứng khoán: **MDG**/*Stock code: MDG.*

- Trụ sở chính: N3/4 Quốc lộ 51, khu phố 5, phường Long Hưng, thành phố Đồng Nai /*Head office: N3/4 National Highway 51, Quarter 5, Long Hung Ward, Dong Nai City.*

- Điện thoại: (84-251) 383 6371

- Email: miendong1986@gmail.com

2. **Nội dung thông tin công bố:** (Đối với trường hợp đính chính hoặc thay thế thông tin đã công bố cần giải trình làm rõ nguyên nhân đính chính hoặc thay thế)/
Content of published information: (In case of correction or replacement of published information, it is necessary to explain clearly the reason for correction or replacement).

Tờ trình của Hội đồng quản trị về việc thông qua Phương án phát hành cổ phiếu theo chương trình lựa chọn cho người lao động (ESOP) năm 2026/ *Proposal of the Board of Directors regarding the approval of the share issuance plan under the Employee Stock Ownership Plan (ESOP) for 2026.*

Thông tin này đã được công bố trên trang thông tin điện tử của công ty vào ngày 16/10/2026 tại đường dẫn: <http://www.miendong.com.vn> (Mục Công bố thông tin)/*This information was published on the company's website on 16/10/2026 at the link: http://www.miendong.com.vn (Information Disclosure Section).*

Chúng tôi cam kết các thông tin công bố trên đây là đúng sự thật và hoàn toàn chịu trách nhiệm trước pháp luật về nội dung các thông tin đã công bố/ *We commit that the information published above is true and are fully responsible before the law for the content of the published information.*

Tài liệu đính kèm:
Tờ trình số 01/10/2026/TTr-HĐQT
ngày 16/10/2026.
Attached documents:
Proposal No. 01/10/2026/TTr-
HĐQT dated 16/10/2026

CÔNG TY CỔ PHẦN MIỀN ĐÔNG
NGƯỜI ĐƯỢC UQ CÔNG BỐ THÔNG TIN
MIEN DONG STOCK COMPANY
AUTHORIZED PERSON TO DISCLOSURE
INFORMATION



Thượng Văn Huyện
Mr. Thuong Van Huyen

MIEN DONG
JOINT STOCK COMPANY
No.: Q/10/2026/TTr-HĐQT

SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness
Dong Nai, 16 October 2026

PROPOSAL

Re: Approval of the Issuance Plan for shares under the Employee Stock Ownership Plan (ESOP) in 2026

To: The General Meeting of Shareholders of Mien Dong Joint Stock Company

Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly on June 17, 2020, along with its amending, supplementing, and guiding documents for implementation;

Pursuant to the Law on Securities No. 54/2019/QH14 passed by the National Assembly on November 26, 2019, along with its amending, supplementing, and guiding documents for implementation;

Pursuant to Government Decree No. 155/2020/NĐ-CP dated December 31, 2020, detailing the implementation of certain articles of the Law on Securities;

Pursuant to Government Decree No. 245/2025/NĐ-CP dated September 11, 2025, amending and supplementing certain articles of Decree No. 155/2020/NĐ-CP dated December 31, 2020;

Pursuant to Circular No. 118/2020/TT-BTC dated December 31, 2020, of the Ministry of Finance guiding several contents on public offering, issuance of securities, public tender offers, share repurchases, registration of public companies, and delisting of public companies;

Pursuant to Circular No. 115/2025/TT-BTC dated December 15, 2025, of the Ministry of Finance amending and supplementing certain articles of Circular No. 118/2020/TT-BTC dated December 31, 2020;

Pursuant to the Charter of Mien Dong Joint Stock Company;

Pursuant to the actual business performance results of Mien Dong Joint Stock Company;

The Board of Directors (BOD) hereby respectfully submits to the General Meeting of Shareholders (GMS) of Mien Dong Joint Stock Company for approval the issuance plan for shares under the Employee Stock Ownership Plan (ESOP) in 2026 with the following contents:

- 1. Name of share:** Shares of Mien Dong Joint Stock Company
- 2. Type of share:** Ordinary share
- 3. Stock ticker symbol:** MDG
- 4. Par value:** VND 10,000 / share
- 5. Current charter capital:** VND 108,890,310,000 (One hundred and eight billion, eight hundred and ninety million, three hundred and ten thousand Vietnamese Dong)
- 6. Total issued shares:** 10,889,031 shares
In which:
 - **Number of outstanding shares:** 10,324,781 shares
 - **Number of treasury shares:** 564,250 shares
- 7. Number of shares expected to be issued:** 500,000 shares
- 8. Total expected issuance value at par value:** VND 5,000,000,000 (Five billion Vietnamese Dong)
- 9. Issuance rate (number of shares expected to be issued / number of outstanding shares):** 4.843%

10. Principles for determining the issuance price:

The Book Value per Share (BVPS) of the Company according to the reviewed financial statement for the 6-month accounting period ended June 30, 2026:

$BVPS = \frac{\text{Total Number of Outstanding Shares} \times \text{Owner's Equity} - \text{Non-controlling Interests} - \text{Intangible Assets}}{\text{Total Number of Outstanding Shares}} = \frac{229,714,355,255 - 0 - 10,324,781}{10,000,000,000} = \text{VND } 22,249/\text{share}.$

- The market price of MDG shares based on the average closing price of the last 30 trading sessions from August 17, 2026, to September 30, 2026, is: **VND 36,885 / share.**

- The average price of MDG shares according to the Book Value Method and the Market Price Method:

Method	Share Price (VND/share)	Weighting
Book Value Method	22,249	50%
Market Price Method	36,885	50%
Average Price	29,567	

Based on the book value and the average market price of the last 30 trading sessions, while ensuring the success of the issuance and creating motivation to encourage employees to commit and accompany the company long-term, it is proposed that the General Meeting of Shareholders approve the issuance price of **VND 28,000 / share** (a discount of approximately 5% compared to the average price calculated by the book value method and market price method).

11. Issuance price: VND 28,000 / share

12. Total expected raised capital: VND 14,000,000,000 (Fourteen billion Vietnamese Dong).

13. Plan for use of proceeds:

All proceeds from the issuance will be used to supplement working capital for the Company's business operations.

14. Purpose of issuance:

Issuing shares under the employee stock ownership plan.

15. Issuance subjects:

Employees with indefinite-term labor contracts or labor contracts of 12 months or more who have worked at the company for at least two years and are not foreign nationals.

16. Employee criteria:

- Employees participating in the program must meet the following criteria: General Director; Deputy General Director; Chief Accountant, Acting Chief Accountant; Head of Unit, Deputy Head of Unit; Professional Staff; Direct and auxiliary labor; Retired labor who re-signed a contract and are currently working at The Eastern Joint Stock Company.

- Participants in the ESOP who submit a resignation/resignation letter before the end of the collection period shall no longer be allowed to participate in the ESOP issuance program, regardless of the timing of their payment.

17. Principles for determining the number of shares distributed to each employee:

$$\frac{\text{Number of shares distributed to each employee}}{\text{Coefficient points of each employee} / \text{Total coefficient points of all employees}} = \frac{\text{Total number of ESOP shares issued}}{\text{Total number of ESOP shares issued}} \times \text{on the list}$$

In which: The coefficient points of each employee are specifically regulated as follows:

- Case where an employee holds a single title throughout their working process:**
$$\text{Coefficient points of each employee} = \text{Number of working months of each employee (*)} \times \text{Allocation coefficient by title of each employee (**)}.$$

- **Case where an employee assumes multiple different titles across periods:** Coefficient points of each employee is the sum of the products between the number of working months of each title (*) and the corresponding allocation coefficient of that title (**).

(*) Number of working months of each employee: Determined based on the official working time at the Company, calculated from the employee's official start date until September 30, 2026. Specifically for employees who started working at the Company before January 1, 2018, the working time is calculated from January 1, 2018, to September 30, 2026. The rounding principle for odd working months of each employee is as follows:

- Odd working days of 15 days or more are rounded to 01 (one) month.
- Odd working days of under 15 days are not counted into the number of working months (not rounded).
- Working time is converted based on the principle that 30 days equals 01 month.
- *Example:* An employee with an actual working time of 67 months and 18 days will be counted as 68 months; an employee with a working time of 67 months and 12 days will be counted as 67 months.

(**) *Allocation coefficient by title of each employee:*

Title	Allocation Coefficient
General Director	1.00
Deputy General Director	0.80
Chief Accountant, Acting Chief Accountant	0.60
Head of Unit (1), Deputy Head of Unit (2)	0.50
Blasting Commander	0.40
Professional Staff (3)	0.25
Direct and auxiliary labor (4)	0.15
Retired labor who re-signed a contract (5)	0.08

Notes:

- The employee's title coefficient will correspond to the job title in each period (from January 1, 2018, to September 30, 2026). In case an employee concurrently holds multiple titles in the same period, the allocation coefficient is determined according to the title with the highest allocation coefficient in that period.

- (1) *Heads of units include:* Head of Finance, Head of HR - General, Head of Construction, Director of Enterprise.

- (2) *Deputy heads of units include:* Deputy Head of Construction, Deputy Director of Enterprise.

- (3) *Professional staff:* Accounting - finance staff, HR - administrative staff, legal staff, general staff, material supply staff, technical staff, business - sales staff, operation - coordination staff, production team leader, and warehouse - scale station staff.

- (4) *Direct and auxiliary labor include:* Port/pumping station/wastewater treatment plant operation workers, blasting team leader/workers, vehicle drivers (not retired), security guards, janitors (not retired).

- (5) *Retired labor who re-signed a contract:* Vehicle drivers, kitchen/janitor staff.

Rounding principles for shares distributed to employees:

After determining the number of shares distributed to employees according to the above formula, each person's ESOP shares will be rounded to the nearest hundred, as follows:

- If the odd number after the hundred is <50 (rounded down), the hundred remains unchanged.

- *Example:* If the number of shares distributed to an employee after applying the formula is 2,512 shares, following the rounding principle, the employee will receive 2,500 shares.

- If the odd number after the hundred is ≥ 50 (rounded up), one unit is added to the hundred.

- *Example:* If the number of shares distributed to an employee after applying the formula is 2,488 shares, following the rounding principle, the employee will receive 2,500 shares.

After calculating the number of shares distributed to each employee according to the above rounding principle, to ensure that all 500,000 shares are distributed, the GMS authorizes the BOD to decide the distribution as follows:

- If the total number of shares allocated to all employees equals 500,000 shares, each person's ESOP shares remain unchanged.

- If the total number of shares allocated to all employees is less than 500,000 shares, the remaining shares will be distributed to the General Director of the Company.

- If the total number of shares allocated to all employees exceeds 500,000 shares, the excess shares will be deducted from the General Director of the Company.

18. Transfer restriction:

- Shares issued under the 2026 ESOP will be subject to transfer restrictions within **05 (five)** years from the ending date of the issuance.

- Rights and interests arising from these ESOP shares during the transfer restriction period stipulated in this Article shall not be subject to transfer restrictions.

19. Handling in case employees resign during the commitment period of transfer restriction:

Shares issued under the 2026 ESOP will not be repurchased in case employees resign during the transfer restriction period. Therefore, there will be no case where the Company repurchases shares from employees, and no plan to resell the ESOP shares repurchased by the Company will arise.

20. Implementation timeline:

Expected in the Q4/2026 after the State Securities Commission ("SSC") issues a notice of receipt of all complete issuance reporting documents. The GMS authorizes the BOD to select the appropriate issuance timing to ensure shareholders' rights and comply with legal regulations.

21. Handling plan in case of unsold shares:

The number of un-subscribed shares expected to be offered will be authorized by the GMS to the BOD to offer to other employees listed on the employee list approved by the BOD. The resale price of these redistributed shares is VND 28,000 / share, and these shares are subject to transfer restrictions similar to the ESOP shares distributed in the issuance. In case the BOD still cannot find suitable employees, the GMS authorizes the BOD to adjust and reduce the total number of offered shares to match the actual distributed quantity.

22. Additional securities registration and additional listing registration:

Upon completion of the issuance, the GMS approves and authorizes the BOD to carry out procedures for additional securities registration with the Vietnam Central Depository and Clearing Corporation ("VSDC") and additional securities listing registration with the Ho Chi Minh City Stock Exchange ("HOSE").

23. Approval of charter capital change:

Approval of amending the Company's Charter (Section on Charter capital, shares, founding shareholders) and adjusting the Enterprise Registration Certificate at competent state authorities after receiving the SSC's notice of receipt of the complete Report on Issuance Results.

24. Authorization to the Board of Directors:

The General Meeting of Shareholders authorizes the Board of Directors to perform tasks related to the issuance as follows:

- Proactively formulate and explain the application dossier for issuance submitted to the SSC and other functional agencies. Simultaneously, proactively adjust the issuance plan and other related dossiers according to the actual situation of the Enterprise or at the request of the SSC and other functional agencies, or for the purpose of complying with relevant legal regulations (if any);
- Approve the plan to ensure that the share issuance meets regulations on the maximum foreign ownership ratio in the Company;
- Approve the list and quantity of employees participating in the ESOP; determine the shares distributed to each participating employee and the implementation timeline;
- Approve updating, supplementing, and adjusting the list and quantity of employees participating in the ESOP, including terminating the rights of employees participating in the ESOP;
- Decide on handling redundant shares after distribution (if any) or unsold/un-subscribed shares (if any) due to employees voluntarily waiving their subscription rights or employees participating in the ESOP submitting resignation/resignation letters and failing to exercise their subscription rights;
- Build a detailed plan on using the proceeds raised from the ESOP share issuance under the ESOP;
- Amend articles related to charter capital, shares, and stock in the Company's Charter of Organization and Operation after receiving the SSC's notice of receipt of the complete Report on Issuance Results;
- Carry out procedures, tasks, and select appropriate timing to register additional securities at VSDC and register additional listing at HOSE for the number of shares issued under the plan approved by the GMS after receiving the SSC's notice of receipt of the complete Report on Issuance Results;
- Carry out other procedures with competent state authorities to complete the ESOP share issuance according to the requirements of competent state authorities or legal regulations;
- Depending on specific cases, the Board of Directors may re-authorize the General Director to perform one or several specific tasks mentioned above;
- Other issues related to the share issuance under the ESOP.

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

Sincerest regards!

Recipients:

- General Meeting of Shareholders;
- Archived at Office./.

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

(Signed and sealed)



CHỦ TỊCH HỘI ĐỒNG QUẢN TRỊ
Võ Văn Lân