CÔNG TY CỔ PHẦN JANUS GROUP ***JANUS GROUP JOINT STOCK COMPANY*** ----------	**CỘNG HÒA XÃ HỘI CHỦ NGHĨA VIỆT NAM** **Độc lập - Tự do - Hạnh phúc** ***THE SOCIALIST REPUBLIC OF VIETNAM*** ***Independence - Freedom - Happiness*** ----------
Số/No.: 72/TCO- CBTT	TP. Hồ Chí Minh, ngày 03 tháng 11 năm 2026 *HCM city, November 03, 2026*

CÔNG BỐ THÔNG TIN BẤT THƯỜNG
EXTRAORDINARY INFORMATION DISCLOSURE

Kính gửi: Sở Giao dịch Chứng khoán Việt Nam/

Sở Giao dịch Chứng khoán TP. Hồ Chí Minh

To: Vietnam Exchange / Hochiminh Stock Exchange

1. **Tên tổ chức: CÔNG TY CỔ PHẦN JANUS GROUP/ *JANUS GROUP JOINT STOCK COMPANY***

- Mã chứng khoán/ *Security Symbol*: TCO
- Địa chỉ trụ sở chính: 290 Bến Vân Đồn, Phường Vĩnh Hội, TP. Hồ Chí Minh

  Address: 290 Ben Van Don, Vinh Hoi Ward, Ho Chi Minh City
- Điện thoại/ *Telephone*: 0902498777
- E-mail: info@tcoholdings.vn

2. Nội dung thông tin công bố/*Contents of disclosure:*

Nghị quyết ĐHĐCĐ số 02/2026/NQ-ĐHĐCĐ theo hình thức lấy ý kiến cổ đông bằng văn bản và Biên bản kiểm phiếu./ *Resolution of the General Meeting of Shareholders No. 02/2026/NQ-ĐHĐCĐ on the Collection of Shareholders' Written Opinions and the Minutes of Vote Counting.*

3. Thông tin này đã được công bố trên trang thông tin điện tử của công ty vào ngày 03/11/2026 tại đường dẫn: /*This information was published on the company's website on November 03, as in the link:* https://tcoholdings.vn/vn/quan-he-nha-dau-tu.html và/*and* https://janusgroup.vn/#investors.

Chúng tôi xin 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 hereby certify that the information provided is true and correct and we bear the full responsibility to the law.*

CÔNG TY CỔ PHẦN JANUS GROUP

Digitally signed by CÔNG TY CỔ PHẦN JANUS GROUP
DN: C=VN, S=HỒ CHÍ MINH, L=VĨNH HỘI, CN=CÔNG TY CỔ PHẦN JANUS GROUP, OID.0.9.2342.19200300.100.1.1=MST:0200793081
Reason: I am approving this document
Location:
Date: 2026-11-03 15:44:39
Foxit Reader Version: 9.0.0

Tài liệu đính kèm/Attached documents:

- *Nghị quyết ĐHĐCĐ/ Resolution of GM;*
- *Biên bản Kiểm phiếu/ Minutes of Vote Counting;*
- *Tài liệu liên quan/ Related Documents.*

Đại diện tổ chức/ ***Organization representative***
Người đại diện theo pháp luật/ *Legal representative*

TỔNG GIÁM ĐỐC/ ***GENERAL DIRECTOR***



NGUYỄN THẾ AN

NGUYEN THE AN



JANUS GROUP JOINT STOCK COMPANY	**SOCIALIST REPUBLIC OF VIETNAM** **Independence - Freedom - Happiness**
No. 02/2026/NQ-ĐHĐCĐ	*Ho Chi Minh City, November 03, 2026*

RESOLUTION
GENERAL MEETING OF SHAREHOLDERS
JANUS GROUP JOINT STOCK COMPANY

- *Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020, as amended and supplemented;*
- *Pursuant to the Law on Securities No. 54/2019/QH14 dated November 26, 2019, as amended and supplemented;*
- *Pursuant to the Charter of Janus Group Joint Stock Company;*
- *Pursuant to the Minutes of Vote Counting for the Collection of Shareholders' Written Opinions No. 02/2026/BBKP-ĐHĐCĐ dated 03/11/2026.*

HEREBY RESOLVES:

Article 1. Approve the Adjustment to the 2025 Profit Distribution Plan.

Article 2. Approve the Share Issuance Plan for Payment of 2025 Stock Dividends.

Article 3. This Resolution of the General Meeting of Shareholders of Janus Group Joint Stock Company is adopted by means of collecting shareholders' written opinions and shall take effect from the date of signing. The Board of Directors and the Board of Management of the Company shall be responsible for implementing this Resolution.

ON BEHALF OF THE GENERAL MEETING OF SHAREHOLDERS
CHAIRMAN OF THE BOD

CÔNG TY CỔ PHẦN JANUS GROUP
JANUS GROUP
M.S.D.N:0200793081

CHING HENG HOE

JANUS GROUP JOINT STOCK COMPANY

SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness

No.: *01/TTr-ĐHĐCĐ*

Ho Chi Minh City, October 16, 2026

PROPOSAL

Re: Adjustment to the 2025 Profit Distribution Plan

To: General Meeting of Shareholders of Janus Group Joint Stock Company

- *Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly on June 17, 2020, and its amendments and supplements;*
- *Pursuant to the Law on Securities No. 54/2019/QH14 passed by the National Assembly on November 26, 2019, and its amendments and supplements;*
- *Pursuant to the Charter on the Organization and Operation of Janus Group Joint Stock Company;*
- *Pursuant to the audited consolidated financial statements for the accounting period from January 1, 2025 to September 30, 2025;*
- *Pursuant to Resolution No. 01/2026/NQ-DHDCD of the Annual General Meeting of Shareholders dated March 27, 2026.*

Under the 2025 profit distribution plan approved by the General Meeting of Shareholders on March 27, 2026, the Company planned to pay a cash dividend at a rate of 4%, to be completed no later than September 22, 2026.

However, to date, the Company has not paid the dividend under the approved plan for the following reasons:

- On July 7, 2026, the Company issued an additional 26,000,000 shares for bond conversion, increasing the total number of outstanding shares and consequently increasing the cash required for dividend payments compared with the original plan.
- The Company has not been able to arrange sufficient funds for dividend payments because it must prioritize capital for its business operations.

Accordingly, in order to balance capital requirements for business operations while safeguarding shareholders' interests, the Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval the following adjustments to the 2025 dividend payment plan:

1. Change the dividend payment method from a cash dividend of 4% (VND 400 per share) to the issuance of shares to pay dividends at a rate of 9%, as detailed below:

No.	Description	Amount (VND)
1	Accumulated after-tax profit through the end of the preceding year	20,220,530,130
2	Undistributed after-tax profit for the accounting period from January 1, 2025 to September 30, 2025	37,341,101,928
3	Total undistributed after-tax profit	57,561,632,058

4	Issuance of shares to pay 2025 dividends (9% of charter capital of VND 573,206,220,000 after completion of the issuance of shares for convertible bond conversion)	51,588,550,000
5	Remaining undistributed profit	5,973,082,058

2. The General Meeting of Shareholders authorizes the Board of Directors to organize the implementation of and supervise the relevant procedures in accordance with applicable laws.

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

Thank you for your consideration.

ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRMAN

CÔNG TY CỔ PHẦN JANUS GROUP
JANUS GROUP
M.S.D.N:0200793081

CHING HENG HOE

PHẦN JANUS GROUP
NUS GROUP
N:0200793081

JANUS GROUP JOINT STOCK COMPANY	SOCIALIST REPUBLIC OF VIETNAM Independence - Freedom - Happiness
No. *02/TTr - ĐHĐCĐ*	*Ho Chi Minh City, October 16, 2026*

PROPOSAL

Re: Plan for Issuance of Shares to Pay Dividends for 2025

To: General Meeting of Shareholders of Janus Group Joint Stock Company

Pursuant to:

- *The Law on Enterprises No. 59/2020/QH14, passed by the National Assembly on June 17, 2020 (as amended and supplemented in 2022), and its implementing regulations;*
- *The Law on Securities No. 54/2019/QH14, passed by the National Assembly on November 26, 2019, and its implementing regulations;*
- *Law No. 56/2024/QH15, passed by the National Assembly on November 29, 2024, amending and supplementing certain provisions of the Law on Securities;*
- *Government Decree No. 155/2020/ND-CP dated December 31, 2020, detailing the implementation of certain provisions of the Law on Securities;*
- *Decree No. 245/2025/ND-CP dated September 11, 2025, amending and supplementing certain provisions of Decree No. 155/2020/ND-CP dated December 31, 2020, detailing the implementation of certain provisions of the Law on Securities;*
- *The Charter and the Regulations on Organization and Operation of Janus Group Joint Stock Company.*

The Board of Directors (the "BOD") of Janus Group Joint Stock Company ("Janus Group") respectfully submits to the General Meeting of Shareholders for approval the plan for issuance of shares to pay dividends for 2025 as follows:

1. **Share name:** Shares of Janus Group Joint Stock Company
2. **Share class:** Ordinary shares
3. **Stock ticker:** TCO
4. **Par value:** VND 10,000/share
5. **Current charter capital:** VND 573,206,220,000
6. **Total issued shares:** 57,320,622 shares

   Of which:

   - Number of outstanding shares : 57,320,622 shares
   - Number of treasury shares : 0 shares

7. **Expected number of shares to be issued:** 5,158,855 shares
8. **Expected total issuance value at par value:** VND 51,588,550,000.
9. **Issuance method:** Issuance of shares to pay dividends for 2025

10. **Eligible recipients:** Existing shareholders as of the record date for the list of shareholders entitled to receive shares. The General Meeting of Shareholders authorizes the BOD to determine the record date.

11. **Issuance ratio** (expected number of shares to be issued / number of outstanding shares): 9%

12. **Entitlement ratio:** 100:9. Each shareholder holding 01 share shall receive 01 right to receive additional shares. For every 100 such rights, the shareholder shall receive 9 new shares.

13. **Treatment of fractional shares (if any):** The number of additional shares issued to each shareholder shall be rounded down to the nearest whole share; any fractional portion (if any) shall be cancelled.

    Example: Shareholder A holds 218 shares on the record date. At the entitlement ratio of 100:9, Shareholder A is entitled to (218/100) × 9 = 19.62 new shares. Under the above calculation principle, Shareholder A will receive 19 new shares; the fractional 0.62 share will be cancelled.

14. **Source of funds for the issuance:** Undistributed after-tax profits as determined in the latest audited consolidated financial statements of Janus Group available at the relevant time.

15. **Expected implementation schedule:** Following approval by the General Meeting of Shareholders and notification by the State Securities Commission of Vietnam acknowledging receipt of the complete issuance report dossier, expected from Q4/2026. The General Meeting of Shareholders authorizes the BOD to select an appropriate issuance date to protect shareholders' interests and comply with applicable law.

16. **Additional securities registration and additional listing of shares:** Upon completion of the issuance, the General Meeting of Shareholders approves and authorizes the BOD to carry out additional securities registration procedures with the Vietnam Securities Depository and Clearing Corporation and additional listing procedures with the Ho Chi Minh Stock Exchange.

17. **Approval of change in charter capital:** Approve amendments to the Company Charter (charter capital provisions) and changes to the Enterprise Registration Certificate with the competent state authority after the State Securities Commission of Vietnam issues its notification acknowledging receipt of the issuance results report.

18. **Authorization to the BOD:**

    The General Meeting of Shareholders authorizes the BOD to undertake the following activities relating to the issuance:

    - Proactively prepare and explain the securities issuance report dossier submitted to the State Securities Commission of Vietnam and other competent authorities; and proactively revise the issuance plan and related documents in accordance with the Company's actual circumstances or requests from the State Securities Commission of Vietnam and other competent authorities;

    - Select the implementation date of the issuance plan and determine the shareholder record date for implementing the above plan, ensuring compliance with prevailing laws;

    - Proactively formulate a plan to ensure that the foreign investor ownership ratio complies with applicable law;

    - Amend and supplement the provisions concerning charter capital, shares and share certificates in the Company Charter after the State Securities Commission of Vietnam notifies receipt of the issuance results report;

    - Carry out procedures to amend the Company's enterprise registration particulars relating to its charter capital based on the actual issuance results with the competent state authority after the State Securities Commission of Vietnam provides written notification acknowledging receipt of the issuance results report;

- Carry out procedures for additional securities registration with the Vietnam Securities Depository and Clearing Corporation and additional listing with the Ho Chi Minh Stock Exchange for the number of additional shares actually issued, after the State Securities Commission of Vietnam provides written notification acknowledging receipt of the issuance results report;

- Where appropriate, the BOD may sub-delegate to the General Director one or more of the specific tasks described above;

- Decide on other matters arising in connection with the issuance of shares to pay dividends for 2025.

The BOD respectfully submits this proposal to the General Meeting of Shareholders for consideration and approval.

Thank you for your consideration.

ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN

CÔNG TY CỔ PHẦN JANUS GROUP
JANUS GROUP
M.S.D.N:0200793081

CHING HENG HOE

JANUS GROUP JOINT STOCK COMPANY

SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness

No.: 02/2026/BBKP-ĐHĐCĐ

Ho Chi Minh City, November 03, 2026

MINUTES OF VOTE COUNTING
BY WRITTEN SHAREHOLDER CONSULTATION

Re: Approval of certain matters within the authority of the General Meeting of Shareholders

Pursuant to:

- *The Law on Enterprises No. 59/2020/QH14 adopted on June 17, 2020, as amended and supplemented;*
- *The Charter of Janus Group Joint Stock Company;*
- *Resolution No. 20/2026/NQ-HĐQT dated September 29, 2026 of the Board of Directors of Janus Group Joint Stock Company on conducting written shareholder consultation;*
- *The list of shareholders as of the record date of 14 October 2026 for written shareholder consultation.*

Today, at 09:00 A.M on November 03, 2026, at the head office of Janus Group Joint Stock Company, the Board of Directors conducts the counting of voting ballots of the General Meeting of Shareholders in the presence of a shareholder who does not hold a managerial position in the Company, as follows:

I. COMPANY INFORMATION

- Company name: Janus Group Joint Stock Company ("TCO")
- Head office address: 290 Ben Van Don Street, Vinh Hoi Ward, Ho Chi Minh City.
- Enterprise registration number: 0200793081, first registered on 14 March 2008 and amended for the 27th time on 16 September 2026, issued by the Ho Chi Minh City Department of Finance.

II. PARTICIPANTS IN THE VOTE COUNTING:

Vote Counting Committee

1. Mr. Ching Heng Hoe, Chairman of the Board of Directors - Head
2. Mr. Nguyen The An, General Director - Member
3. Mr. Phan The Quan, Person in Charge of Accounting - Member
4. Ms. Lu Kieu An, Person in Charge of the Legal Department - Member

Vote Counting Supervisor

- Mr. Vo Cong Hien, Shareholder - Vote Counting Supervisor

III. PURPOSE AND MATTERS SUBMITTED FOR APPROVAL BY RESOLUTION

Content 01: Approval of the adjustment to the 2025 profit distribution plan

Content 02: Approval of the plan to issue shares for payment of 2025 dividends

IV. STATISTICS OF WRITTEN CONSULTATION BALLOTS

- Total ballots sent: 1.006 ballots, representing 57.320.622 voting rights, accounting for 100% of the total voting rights of all shareholders entitled to vote.
- Total ballots received: 23 ballots, representing 45.428.135 voting rights, accounting for 79,2527% of the total voting rights of all shareholders entitled to vote.
- Total ballots not received: 983 ballots, representing 11.892.487 voting rights, accounting for 20,7473% of the total voting rights of all shareholders entitled to vote.
- The Company received shareholder consultation ballots through the following channels:
  - Total ballots received by post: 20 ballots, representing 45.427.785 voting rights, accounting for 79,2521% of the total voting rights of all shareholders entitled to vote.
  - Total ballots received by fax or electronic mail (email): 03 ballots, representing 350 voting rights, accounting for 0,0006% of the total voting rights of all shareholders entitled to vote.
  - Total ballots received through other methods: 0 ballots, representing 0 voting rights, accounting for 0% of the total voting rights of all shareholders entitled to vote.

V. VOTE COUNTING RESULTS

Detailed voting results for each item are as follows:

Content 01: Approval of the adjustment to the 2025 profit distribution plan

Total valid ballots: 23 ballots, representing 45.428.135 voting rights, accounting for 79,2527% of the total voting rights of all shareholders entitled to vote. Of which:

- *Total votes in approve: 23 ballots, representing 45.428.135 voting rights, accounting for 79,2527% of the total voting rights of all shareholders entitled to vote.*
- *Total votes disapprove: 0 ballots, representing 0 voting rights, accounting for 0% of the total voting rights of all shareholders entitled to vote.*
- *Total abstentions: 0 ballots, representing 0 voting rights, accounting for 0% of the total voting rights of all shareholders entitled to vote.*

Total invalid ballots: 0 ballots, representing 0 voting rights, accounting for 0% of the total voting rights of all shareholders entitled to vote.

Content 02: Approval of the plan to issue shares for payment of 2025 dividends

Total valid ballots: 23 ballots, representing 45.428.135 voting rights, accounting for 79,2527% of the total voting rights of all shareholders entitled to vote. Of which:

- *Total votes in approve: 23 ballots, representing 45.428.135 voting rights, accounting for 79,2527% of the total voting rights of all shareholders entitled to vote.*
- *Total votes disapprove: 0 ballots, representing 0 voting rights, accounting for 0% of the total voting rights of all shareholders entitled to vote.*
- *Total abstentions: 0 ballots, representing 0 voting rights, accounting for 0% of the total voting rights of all shareholders entitled to vote.*

Total invalid ballots: 0 ballots, representing 0 voting rights, accounting for 0% of the total voting rights of all shareholders entitled to vote.

VI. CONCLUSION

Pursuant to Clause 9, Article 26 of the Charter of Janus Group Joint Stock Company: "A resolution adopted by written shareholder consultation must be approved by shareholders representing more than fifty percent (50%) of the total voting rights and shall have the same validity as a resolution adopted at a General Meeting of Shareholders."

Accordingly, based on the vote counting results, the General Meeting of Shareholders of Janus Group Joint Stock Company approved the following matters:

Content 01: Approval of the adjustment to the 2025 profit distribution plan. (Approval rate: 79,2527%)

Content 01: Approval of the plan to issue shares for payment of 2025 dividends. (Approval rate: 79,2527%)

The vote counting was completed at 11:30 A.M. on the same day.

The members of the Board of Directors, Vote Counting Committee and Vote Counting Supervisor undertake responsibility for the truthfulness and accuracy of the above vote counting.

FULL NAMES AND SIGNATURES OF VOTE COUNTING PARTICIPANTS

VOTE COUNTING COMMITTEE

HEAD	MEMBER	MEMBER	MEMBER
Ching Heng Hoe	Nguyễn Thế An	Phan Thế Quân	Lữ Kiều An

VOTE COUNTING SUPERVISOR

SHAREHOLDER HOLDING NO MANAGERIAL POSITION

Võ Công Hiền

APPENDIX: LIST OF SHAREHOLDERS PARTICIPATING IN THE VOTE

No.	Shareholder / Authorized representative	Shares owned	Shares under authorization	Total voting rights	Percentage % (Voting rights / Total voting shares)
1	BUI THI THUY CHUNG				
2	BUI THI YEN DAN				
3	BUI LE QUOC BAO				
4	DUONG THI NGOC HA				
5	DUONG MINH HOANG				
6	LA VAN THEM				
7	LE DUC CU				
8	LU KIEU AN				
9	NGUYEN THE AN				
10	NGUYEN THI THANH THIEN				
11	NGUYEN THI VAN ANH				
12	NGUYEN LE NAM				
13	NGUYEN NHAT TOAN				
14	NGUYEN THUY HIEN				
15	NGUYEN THI TRI				
16	NGUYEN TUAN KHANG				
17	NGUYEN VIET ANH				
18	PHAN THE QUAN				
19	PHAM THANH HIEU				
20	TRIEU THI MINH THUY				
21	VO CONG HIEN				
22	MTV GIO DONG COMPANY LIMITED				
23	BP INVESTMENT TRADING JOINT STOCK COMPANY				

JANUS GROUP **JOINT STOCK COMPANY**	**SOCIALIST REPUBLIC OF VIETNAM** **Independence – Freedom – Happiness**
No.: 23/2026/NQ-HĐQT	*Ho Chi Minh City, 03 November 2026*

RESOLUTION

Re: Establishment of the Vote Counting Committee for the Collection of Shareholders' Written Opinions

BOARD OF DIRECTORS

JANUS GROUP JOINT STOCK COMPANY

Pursuant to:

- *The Law on Enterprises No. 59/2020/QH14 adopted on 17 June 2020, as amended and supplemented;*
- *The Law on Securities No. 54/2019/QH14 adopted on 26 November 2019, as amended and supplemented;*
- *The Charter of Janus Group Joint Stock Company;*
- *The Minutes of the Board of Directors of Janus Group Joint Stock Company No. 23/2026/BBKP-HĐQT dated 03 November 2026.*

HEREBY RESOLVES:

Article 1: To establish the Vote Counting Committee for the collection of shareholders' written opinions in 2026, comprising the following persons:

1. Mr. Ching Heng Hoe, Chairman of the Board of Directors – Head
2. Mr. Nguyễn Thế An, General Director – Member
3. Mr. Phan Thế Quân, Person in Charge of Accounting – Member
4. Ms. Lữ Kiều An, Person in Charge of Legal Department – Member

Article 2: The Vote Counting Committee shall be responsible for:

1. Collecting written opinion ballots and counting votes on matters within the authority of the General Meeting of Shareholders;
2. Preparing the vote counting minutes and reporting the vote counting results to the Board of Directors;
3. Complying with the Company Charter, the Internal Regulations on Corporate Governance, and applicable laws in conducting the vote count.

Article 3: The Chairman of the Board of Directors is authorized, on behalf of the Board of Directors, to organize the vote counting, prepare and sign the minutes of the vote count for shareholders' written opinions and other relevant documents (if any).

Article 4: This Resolution takes effect from the date of signing. The relevant departments, divisions, and individuals specified in Article 1 shall be responsible for implementing this Resolution.

ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN



CHING HENG HOE

