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.: 74/TCO- CBTT	TP. Hồ Chí Minh, ngày 19 tháng 11 năm 2026 *HCM city, November 19, 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 HĐQT số 24/2026/NQ-HĐQT ngày 19/11/2026 về việc triển khai phương án phát hành cổ phiếu để trả cổ tức năm 2025. / *Resolution of the Board of Directors No. 24/2026/NQ-HĐQT dated November 19, 2026, regarding the implementation of the Plan for Issuance of Shares to Pay Dividends for 2025.*

3. Thông tin này đã được công bố trên trang thông tin điện tử của công ty vào ngày 19/11/2026 tại đường dẫn: /*This information was published on the company's website on November 19, 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.*

Tài liệu đính kèm/Attached documents:

- *Nghị quyết HĐQT/ Resolution of the BOD.*

NGƯỜI ĐẠI DIỆN THEO PHÁP LUẬT

LEGAL REPRESENTATIVE

TỔNG GIÁM ĐỐC

GENERAL DIRECTOR

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

NGUYỄN THẾ AN

NGUYEN THE AN

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
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JANUS GROUP **JOINT STOCK COMPANY**	**SOCIALIST REPUBLIC OF VIETNAM** **Independence – Freedom – Happiness**
No.: *24/2026/NQ-HĐQT*	*Ho Chi Minh City, 19 November 2026*

RESOLUTION OF THE BOARD OF DIRECTORS

(On the Implementation of the Plan for Issuance of Shares to Pay Dividends for 2025)

Pursuant to:

- *Law on Enterprises No. 59/2020/QH14 passed on 17 June 2020, as amended and supplemented;*
- *Law on Securities No. 54/2019/QH14 passed on 26 November 2019, as amended and supplemented;*
- *Government Decree No. 155/2020/ND-CP dated 31 December 2020 detailing the implementation of certain articles of the Law on Securities;*
- *Decree No. 245/2025/ND-CP dated 11 September 2025 amending and supplementing certain provisions of Decree No. 155/2020/ND-CP dated 31 December 2020 detailing the implementation of certain articles of the Law on Securities;*
- *Charter on the Organization and Operation of Janus Group Joint Stock Company;*
- *Resolution No. 02/2026/NQ-ĐHĐCĐ of the General Meeting of Shareholders, adopted by way of written consultation with shareholders in 2026, dated 3 November 2026;*
- *Proposal No. 02/TTr-ĐHĐCĐ dated 16 October 2026 regarding approval of the Plan for Issuance of Shares to Pay Dividends for 2025;*
- *Proposal No. 01/TTr-ĐHĐCĐ dated 16 October 2026 regarding adjustment of the 2025 profit distribution plan;*
- *Minutes of the meeting of the Board of Directors of Janus Group Joint Stock Company No. 24/2026/BB-HĐQT dated 19 November 2026.*

HEREBY RESOLVES:

Article 1. To approve the implementation of the Plan for Issuance of Shares to Pay Dividends for 2025, as approved by the General Meeting of Shareholders by way of written consultation with shareholders on 3 November 2026, with the following details:

1. **Name of shares:** Shares of Janus Group Joint Stock Company
2. **Class of shares:** Ordinary shares
3. **Ticker symbol:** TCO
4. **Par value:** VND 10,000 per share
5. **Current charter capital:** VND 573,206,220,000
6. **Total number of 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. **Total par value of the issuance:** VND 51,588,550,000
9. **Expected total number of shares after the issuance:** 62,479,477 shares
10. **Expected charter capital after the issuance:** VND 624,794,770,000
11. **Method of issuance:** Issuance of shares to pay dividends for 2025
12. **Eligible recipients:** Existing shareholders whose names appear on the shareholder register as of the record date for determining entitlement to receive shares.
13. **Issuance ratio (expected number of shares to be issued / number of outstanding shares):** 9%
14. **Entitlement ratio:** 100:9. Each shareholder holding one (01) share shall receive one (01) entitlement to additional shares. For every 100 such entitlements, the shareholder shall receive nine (09) new shares.
15. **Treatment of fractional shares:** The number of additional shares allotted to each shareholder shall be rounded down to the nearest whole share. Any fractional portion (if any) shall be disregarded.

    Example: Shareholder A holds 218 shares as of 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 shall receive 19 additional new shares. The fractional portion of 0.62 share shall be disregarded.
16. **Source of funds for the issuance:** Undistributed after-tax profits as determined in the most recent audited consolidated financial statements of Janus Group available at the relevant time.
17. **Expected implementation schedule:** Following notification by the State Securities Commission that it has received the complete share issuance reporting dossier, expected from the fourth quarter of 2026.

Article 2. To authorize the General Director of the Company to implement the Plan for Issuance of Shares to Pay Dividends for 2025, specifically:

- Carry out the procedures for submitting the reporting dossier for the issuance of shares to pay dividends for 2025 to the State Securities Commission and provide explanations on related matters (upon request).

- Determine the source of funds for the issuance of shares to pay dividends from undistributed after-tax profits based on the most recent audited consolidated financial statements, ensuring the availability of sufficient funds in accordance with applicable laws;
- Prepare and submit to the Board of Directors for approval the documents relating to the registration of additional securities with the Vietnam Securities Depository and Clearing Corporation – Ho Chi Minh City Branch (CNVSDC) and the additional listing of securities on the Ho Chi Minh Stock Exchange (HOSE), upon notification by the State Securities Commission of its receipt of the report on the results of the issuance of shares to pay dividends for 2025.
- Proactively carry out other tasks relating to the capital increase in accordance with the Company's regulations and applicable laws.

Article 3. This Resolution shall take effect from the date of signing. Members of the Board of Directors, the Executive Management, relevant departments and individuals shall be responsible for implementing this Resolution in accordance with applicable laws and the Company's regulations./.

FOR AND ON BEHALF OF
THE BOARD OF DIRECTORS
CHAIRMAN

CÔNG TY CỔ PHẦN JANUS GROUP
JANUS GROUP
M.S.D.N:0200795081

CHING HENG HOE