

Number: *66* /CV – DS3

*Quang Ninh, April 23, 2026*

To: - State Securities Commission;  
- Hanoi Stock Exchange.

1. Company Name: DS3 Joint Stock Company Mã chứng khoán: DS3
2. Head office address: Group 2, Zone 2, Hong Ha Ward, Ha Long City, Quang Ninh Province
3. Phone number: (0203) 3835 799
4. Person responsible for disclosing information: Mr. Hoang Thanh Tung – Authorized person for information disclosure.
5. Content of the information disclosure: DS3 Joint Stock Company announces the disclosure of the Minutes of Meeting, Resolution, and all meeting documents of the 2026 Annual General Meeting of Shareholders.
6. Website address where the information is published.: <http://ds3.vn>

We hereby declare that the information published above is true and accurate, and we assume full legal responsibility for its content.

**Recipient:**

- As above;
- Save VT.

**AUTHORIZED PERSON FOR  
DISCLOSURE**



**Hoang Thanh Tung**

**DS3 JOINT STOCK  
COMPANY****SOCIALIST REPUBLIC OF VIETNAM**  
**Independence - Freedom - Happiness**

Number: 01/BB-ĐHCD

Quang Ninh, April 23, 2026

**MEETING MINUTES**  
**ANNUAL GENERAL MEETING OF SHAREHOLDERS 2026**  
**DS3 JOINT STOCK COMPANY****I. TIME AND PLACE**

At 7:30 AM on April 23, 2026, in the meeting room on the 3rd floor of DS3 Joint Stock Company – Address: Group 2, Zone 2, Hong Ha Ward, Ha Long City, Quang Ninh Province, DS3 Joint Stock Company (“**The Company**”) with Enterprise Code: 5700102567 held its 2026 Annual General Meeting (hereinafter referred to as “**the General Meeting/General Meeting of Shareholders**”).

**II. REPORT ON VERIFICATION OF SHAREHOLDER ELIGIBILITY TO ATTEND THE GENERAL MEETING**

Ms. Tran Thi Khanh Ly – Head of the Shareholder Eligibility Verification Committee – read the Minutes of the Shareholder Eligibility Verification Meeting just before the opening of the meeting (Minutes of Shareholder Eligibility Verification dated April 23, 2026).

**The results are as follows:**

- Total number of shareholders of the Company: 383 shareholders holding 10.669.730 shares, equivalent to 100% of the total voting shares of the Company (according to the shareholder list as of March 31, 2026 of *the Vietnam Securities Depository Center*).

- At the time of the General Meeting, the total number of shareholders attending and authorized to attend the meeting was 40, owning and representing 7.004.140 shares, equivalent to 65.99 % of the total voting shares.

Therefore, in accordance with Clause 1, Article 145 of the 2020 Enterprise Law and the Charter of DS3 Joint Stock Company, the Annual General Meeting of Shareholders of the Company in 2026 is eligible to proceed.

**III. CONFERENCE PROGRAM AND CONTENT****1. Introduction of the Chairperson and the Presidium**

The Organizing Committee of the Congress introduces the Chairperson and the Presidium of the Congress, consisting of the following individuals:

- Mr. Hoang Ha Phuong - Chairman of the Board of Directors - Presiding over the General Meeting



- Mr. Nguyen Quang Hai - Member of the Board of Directors - Member
- Mr. Dao Vu Chinh - Member of the Board of Directors/General Director - Member

The Chairman and the Presidium of the Congress assume their duties and exercise the authority to preside over the Congress.

## **2. Congress Secretariat**

The Organizing Committee has nominated the following individuals to be the Secretariat of the Congress:

- Ms. Nguyen Thi Minh Phuong - Head of the Secretariat
- Ms. Dang Thi Huyen Trang - Member of the Secretariat

The congress voted to approve the list of nominees for the Secretariat with a 100% majority.

## **3. Through the Vote Counting Committee**

The organizing committee has nominated the following individuals to be on the vote counting committee:

- Ms. Tran Thi Khanh Ly - Head of the Committee
- Ms. Le Kim Hoa - Member
- Mr. Truong Ngoc Tu - Member

The General Assembly voted to approve the list of nominees for the Ballot Counting Committee with a 100% approval rate.

## **4. Approve the Congress Program, the Congress Organization Regulations, and the Voting Procedures .**

### ***4.1. Through the Congress program***

The agenda for the Congress was approved by raising voting cards.

**Result:** 100% of shareholders present at the General Meeting agreed to approve the Meeting Agenda.

### ***4.2. Adoption of the regulations on the organization and voting of the Congress and the regulations on elections.***

The voting on the Regulations for the Organization and the voting process of the Congress was conducted by raising voting cards.

**Result:** 100% of shareholders present at the General Meeting agreed to approve the Regulations for Organizing the General Meeting.

## **5. Contents of the Congress's report:**

At the Congress, the Presidium presented the following proposals for approval:

- **Content number 1**

Through the Report on the Management and Operation of the Company by the Board of Directors and the Management Board for 2025 and the plan for 2026.

**- Content number 2**

Through the Supervisory Board's Activity Report for 2025.

**- Content number 3**

Through the audited financial statements for 2025 (as per submission No. 01/TTr-HĐQT dated April 2, 2026).

**- Content number 4**

Through the profit distribution plan for 2025; the payment of remuneration to the Board of Directors and Supervisory Board for 2025 and the plan for paying remuneration to the Board of Directors and Supervisory Board for 2026 (as per the content of submission No. 02/TTr-HĐQT dated April 2, 2026).

**- Content number 5**

Through the list of independent auditors for the Company's 2026 financial statements (as per submission No. 03/TTr-BKS dated April 2, 2026).

**- Content number 6**

Through the election of the Board of Directors/Supervisory Board members for the term 2026-2031, the list of candidates (as per the content of submission No. 04/TTr-HĐQT dated April 2, 2026).

**- Content number 7**

Through the investment policy for projects with a value exceeding 35% of the total asset value (as per the content of submission No. 05/TTr-HĐQT dated April 2, 2026).

**6. Discussions at the congress**

Shareholders attending the General Meeting in person and those authorized to attend the General Meeting discuss the contents of the reports presented by the Board of Directors and the Supervisory Board.

**6.1. Opinion of shareholder Pham Minh Quy. – Shareholder code 000101412253546**

- Strengthen management and administration; closely monitor and strictly control the implementation of the plans to ensure the achievement of targets in terms of progress and business efficiency.

- Promoting the application of technology in production, business operations, and corporate management will optimize processes, reduce costs, and enhance competitiveness.



- For uncollectible debts: close monitoring, regular follow-up, inspection, and application of appropriate measures are necessary to recover the debts, minimizing financial risks and capital losses.

- Review and develop a plan for profit distribution and dividend payment for 2026, ensuring a balance of financial resources and aligning with the Company's business performance.

- The company aims to expand investment into multiple sectors to diversify its business operations; however, this should be done cautiously, with careful assessment and consideration of investment efficiency, ensuring capital safety and delivering sustainable value to shareholders.

**Reply** (Mr. Hoang Ha Phuong):

The company has taken these contributions from shareholders into consideration.

The company has been working on collecting bad debts.

To decide which projects to invest in, the Board of Directors will carefully consider and evaluate the details before proceeding, ensuring that the investment is effective and does not cause losses to the Company.

**6.2. Question from shareholder Nguyen Ngoc Khanh – Shareholder ID 240814115746268**

The plan for handling outstanding debts, the plan for using funds to address remaining accumulated losses, and more details about upcoming projects are needed. Will the company pay dividends in 2026?

**Reply** (Mr. Hoang Ha Phuong):

The company has also been working with the debtors to develop solutions and try to recover the bad debts.

The company is also exploring the possibility of investing in several projects.

The company will expand its business scope, undertaking several urban infrastructure construction projects. This is also a strategic goal to increase revenue and profits. Currently, the company's accumulated losses carried over from the end of 2025 are approximately VND 8.6 billion. The company plans to eliminate these accumulated losses by 2026 and expects to pay dividends to shareholders.

**7. Voting to approve the contents of the congress.**

The Head of the Vote Counting Committee instructed shareholders to proceed with voting on the items presented at the General Meeting using the secret ballot method.



### 7.1. Results of the ballot vote:

The General Shareholders' Meeting conducted a secret ballot to vote on the reports and other proposals of the Board of Directors and the Supervisory Board. The voting results are as follows:

**Content 1.** Approval of the Board of Directors' Report and the Management Board's Report on activities in 2025 and the Activity Plan for 2026.

- ❖ *Total votes collected: 6,978,720 voting shares.*
- ❖ *Total valid votes: 6,978,720 voting shares, representing 99.64% of the voting shares of shareholders attending the General Meeting of Shareholders.*
- ❖ *Total invalid votes: 00 voting shares, equivalent to 00% of the voting shares of shareholders attending the General Meeting of Shareholders.*
- ❖ *Votes in favor: 6,978,720 voting shares, representing 99.64% of the voting shares of shareholders attending the General Meeting of Shareholders.*
- ❖ *Votes against: 00 voting shares, equivalent to 00% of the voting shares of shareholders attending the General Meeting of Shareholders.*
- ❖ *Abstentions: 00 voting shares, equivalent to 00% of the voting shares of shareholders attending the General Meeting of Shareholders.*

**Content 2.** Approval of the Supervisory Board's Activity Report for 2025

- ❖ *Total votes collected: 6,978,720 voting shares.*
- ❖ *Total valid votes: 6,978,720 voting shares, representing 99.64% of the voting shares of shareholders attending the General Meeting of Shareholders.*
- ❖ *Total invalid votes: 00 voting shares, equivalent to 00% of the voting shares of shareholders attending the General Meeting of Shareholders.*
- ❖ *Votes in favor: 6,978,720 voting shares, representing 99.64% of the voting shares of shareholders attending the General Meeting of Shareholders.*
- ❖ *Votes against: 00 voting shares, equivalent to 00% of the voting shares of shareholders attending the General Meeting of Shareholders.*
- ❖ *Abstentions: 00 voting shares, equivalent to 00% of the voting shares of shareholders attending the General Meeting of Shareholders.*

**Content 3.** Approval of the Audited Financial Statements for 2025 (According to the submission No. 01/TTr-HĐQT dated April 2, 2026)

- ❖ *Total votes collected: 6,978,720 voting shares.*
- ❖ *Total valid votes: 6,978,720 voting shares, representing 99.64% of the voting shares of shareholders attending the General Meeting of Shareholders.*
- ❖ *Total invalid votes: 00 voting shares, equivalent to 00% of the voting shares of shareholders attending the General Meeting of Shareholders.*
- ❖ *Votes in favor: 6,978,720 voting shares, representing 99.64% of the voting shares of shareholders attending the General Meeting of Shareholders.*



- ❖ *Votes against: 00 voting shares, equivalent to 00% of the voting shares of shareholders attending the General Meeting of Shareholders.*
- ❖ *Abstentions: 00 voting shares, equivalent to 00% of the voting shares of shareholders attending the General Meeting of Shareholders.*

**Content 4.** Approval of the profit distribution plan for 2025; payment of remuneration to the Board of Directors and Supervisory Board for 2025 and the plan for payment of remuneration to the Board of Directors and Supervisory Board for 2026 (According to the content of submission No. 02/TTr-BKS dated April 2, 2026).

- ❖ *Total votes collected: 6,978,720 voting shares.*
- ❖ *Total valid votes: 6,978,720 voting shares, representing 99.64% of the voting shares of shareholders attending the General Meeting of Shareholders.*
- ❖ *Total invalid votes: 00 voting shares, equivalent to 00% of the voting shares of shareholders attending the General Meeting of Shareholders.*
- ❖ *Votes in favor: 6,978,720 voting shares, representing 99.64% of the voting shares of shareholders attending the General Meeting of Shareholders.*
- ❖ *Votes against: 00 voting shares, equivalent to 00% of the voting shares of shareholders attending the General Meeting of Shareholders.*
- ❖ *Abstentions: 00 voting shares, equivalent to 00% of the voting shares of shareholders attending the General Meeting of Shareholders.*

**Content 5.** Approval of the list of independent auditors for the Company's 2026 financial statements (According to submission No. 03/TTr-BKS dated April 2, 2026).

- ❖ *Total votes collected: 6,978,720 voting shares.*
- ❖ *Total valid votes: 6,978,720 voting shares, representing 99.64% of the voting shares of shareholders attending the General Meeting of Shareholders.*
- ❖ *Total invalid votes: 00 voting shares, equivalent to 00% of the voting shares of shareholders attending the General Meeting of Shareholders.*
- ❖ *Votes in favor: 6,978,720 voting shares, representing 99.64% of the voting shares of shareholders attending the General Meeting of Shareholders.*
- ❖ *Votes against: 00 voting shares, equivalent to 00% of the voting shares of shareholders attending the General Meeting of Shareholders.*
- ❖ *Abstentions: 00 voting shares, equivalent to 00% of the voting shares of shareholders attending the General Meeting of Shareholders.*

**Content 6.** Approval of the election of Board of Directors/Supervisory Board members for the term 2026-2031 (According to the content of submission No. 04/TTr-HĐQT dated April 2, 2026).

- ❖ *Total votes collected: 6,978,720 voting shares.*
- ❖ *Total valid votes: 6,978,720 voting shares, representing 99.64% of the voting shares of shareholders attending the General Meeting of Shareholders.*



- ❖ *Total invalid votes: 00 voting shares, equivalent to 00% of the voting shares of shareholders attending the General Meeting of Shareholders.*
- ❖ *Votes in favor: 6,978,720 voting shares, representing 99.64% of the voting shares of shareholders attending the General Meeting of Shareholders.*
- ❖ *Votes against: 00 voting shares, equivalent to 00% of the voting shares of shareholders attending the General Meeting of Shareholders.*
- ❖ *Abstentions: 00 voting shares, equivalent to 00% of the voting shares of shareholders attending the General Meeting of Shareholders.*

**Content 7.** Approval of investment policy for projects with a value exceeding 35% of the total asset value (according to the content of submission No. 05/TTr-HĐQT dated April 2, 2026).

- ❖ *Total votes collected: 6,978,720 voting shares.*
- ❖ *Total valid votes: 6,978,720 voting shares, representing 99.64% of the voting shares of shareholders attending the General Meeting of Shareholders.*
- ❖ *Total invalid votes: 00 voting shares, equivalent to 00% of the voting shares of shareholders attending the General Meeting of Shareholders.*
- ❖ *Votes in favor: 6,978,720 voting shares, representing 99.64% of the voting shares of shareholders attending the General Meeting of Shareholders.*
- ❖ *Votes against: 00 voting shares, equivalent to 00% of the voting shares of shareholders attending the General Meeting of Shareholders.*
- ❖ *Abstentions: 00 voting shares, equivalent to 00% of the voting shares of shareholders attending the General Meeting of Shareholders.*

## **7.2. Content of the results of the vote count for members of the Board of Directors and Supervisory Board for the term 2026-2031**

### **7.2.1. Content of the results of the vote count for the Board of Directors members for the 2026-2031 term.**

Total number of votes cast at the Congress:	7,004,140 votes
Number of Board of Directors members to be elected for the 2026-2031 term:	05 members of the Board of Directors
Total number of votes cast using the cumulative voting method:	35,020,700 votes
Total number of votes counted:	34,858,899 votes were cast, equivalent to 99.54% of the votes cast.
In there: + Number of valid votes	34,858,899 votes were cast, equivalent to 99.54% of the votes cast.



+ Number of invalid ballots	00 votes, corresponding to 00% of the votes cast.
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**The results of the by-election for additional members of the Board of Directors are as follows:**

No.	Candidate's full name	Number of votes received	Election success rate (%) (Based on the total number of votes cast at the Congress)
1	Hoang Ha Phuong	6,976,393	99.60%
2	Nguyen Quang Hai	6,972,093	99.54%
3	Dao Vu Chinh	6,972,093	99.54%
4	Nguyen Van Dung	6,969,160	99.50%
5	Hoang Thanh Tung	6,969,160	99.50%

**7.2.2. Content of the results of the vote count for the supplementary election of members of the Supervisory Board for the term 2026-2031**

Total number of votes cast at the Congress:	7,004,140 votes
Number of members elected to the Supervisory Board for the 2021-2026 term:	03 members of the Supervisory Board
Total number of votes cast using the cumulative voting method:	21,012,420 votes
Total number of votes counted:	20,915,520 votes were cast, equivalent to 99.54% of the votes cast.
In there: + Number of valid votes	20,915,520 votes were cast, equivalent to 99.54% of the votes cast.
+ Number of invalid ballots	00 votes, corresponding to 00% of the votes cast.

**The results of the by-election for the Supervisory Board members are as follows:**

No.	Candidate's full name	Number of votes received	Election success rate (%) (Based on the total number of votes cast at the Congress)
1	Hoang Thi Thu Hao	6,971,840	99.54%
2	Dang Thi Huong	6,971,840	99.54%
3	Dang Thi Huyen Trang	6,971,840	99.54%

#### IV. ISSUES APPROVED BY THE CONGRESS

1. Based on the above voting results and in accordance with the Regulations on the Organization of the Congress, the following issues have been approved:

No.	Content approved	Percentage of total voting shares held by shareholders present at the meeting (%)
1	<b>Content 1:</b> Approval of the Board of Directors' Report and the Management Board's Report for 2025 and the plan for 2026.	99.64%
2	<b>Content 2:</b> Approval of the Supervisory Board's Activity Report for 2025	99.64%
3	<b>Content 3:</b> Approval of the Audited Financial Statements for 2025 (According to the submission No. 01/TTr-HĐQT dated April 2, 2026)	99.64%
4	<b>Content 4:</b> Approval of the profit distribution plan for 2025; payment of remuneration to the Board of Directors and Supervisory Board for 2025 and the plan for payment of remuneration to the Board of Directors and Supervisory Board for 2026 (According to the content of submission No. 02/TTr-BKS dated April 2, 2026).	99.64%
5	<b>Content 5:</b> Approval of the list of independent auditors for the Company's 2026 financial statements (According to submission No. 03/TTr-BKS dated April 2, 2026) .	99.64%



No.	Content approved	Percentage of total voting shares held by shareholders present at the meeting (%)
6	<b>Content 6:</b> Approval of the election of Board of Directors/Supervisory Board members for the term 2026-2031 (According to the content of submission No. 04/TTr-HĐQT dated April 2, 2026).	99.64%
7	<b>Content 7:</b> Approval of investment policy for projects with a value exceeding 35% of the total asset value (according to the submission No. 05/TTr-HĐQT dated April 2, 2026).	99.64%

2. Based on the above election results, and in accordance with the Regulations on the Organization of the General Meeting and the Regulations on the Election of Members of the Board of Directors and Supervisory Board for the term 2026-2031, the following individuals are elected as members of the Company's Board of Directors for the term 2026-2031:

- |                           |                                  |
|---------------------------|----------------------------------|
| (1) Mr. Hoang Ha Phuong,  | Member of the Board of Directors |
| (2) Mr. Nguyen Quang Hai, | Member of the Board of Directors |
| (3) Mr. Dao Vu Chinh,     | Member of the Board of Directors |
| (4) Mr. Nguyen Van Dung,  | Member of the Board of Directors |
| (5) Mr. Hoang Thanh Tung, | Member of the Board of Directors |

3. Based on the above election results, and in accordance with the Regulations on the Organization of the General Meeting and the Regulations on the Election of Members of the Board of Directors and the Supervisory Board for the term 2026-2031, the following individuals are elected as members of the Company's Supervisory Board for the term 2026-2031:

- (1) Ms. Hoang Thi Thu Hao, Member of the Supervisory Board
- (2) Ms. Dang Thi Huong, Member of the Supervisory Board
- (3) Ms. Dang Thi Huyen Trang, Member of the Supervisory Board

## V. APPROVAL OF THE MINUTES OF THE GENERAL SHAREHOLDER MEETING.

These minutes were fully and accurately recorded by the General Meeting Secretary, read aloud to the entire General Meeting, and unanimously approved by 100% of the shareholders attending the meeting.

This meeting minutes is prepared in 03 (three) copies in Vietnamese, each with equal legal validity. Based on the voting results and the content of the Meeting Minutes approved by the General Meeting of Shareholders, the Chairman of the Board of Directors issues the Resolution of the 2026 Annual General Meeting of Shareholders of DS3 Joint Stock Company in accordance with regulations.

The meeting ended at 11:10 PM on the same day.

**TM. SECRETARIAT**



**Nguyen Thi Minh Phuong**

**TM. GENERAL MEETING OF  
SHAREHOLDERS**



**Hoang Ha Phuong**



No: 01/2026/NQ-GMS

*Quang Ninh, April 23, 2026*

**RESOLUTION**

**2026 UAL GENERAL MEETING OF SHAREHOLDERS**

**GENERAL MEETING OF SHAREHOLDERS OF DS3 JOINT STOCK COMPANY**

- Pursuant to the Law on Enterprises 2020 and its guiding documents;
- Pursuant to the Law on Securities 2019 and its guiding documents;
- Pursuant to the Charter of Organization and Operation of DS3 Joint Stock Company;
- Pursuant to the Minutes of the 2026 Annual General Meeting of Shareholders of DS3 Joint Stock Company dated the same day.

**HEREBY RESOLVES:**

**Article 1.** Approval of the following contents

- Approval of the Report on the evaluation of the Company's management and administration by the Board of Directors (the "BOD") and the Board of Management for 2025 and the plan for 2026;
- Approval of the Report on activities of the Supervisory Board for 2025;
- Approval of the audited Financial Statements for 2025;
- Approval of the list of independent auditing firms for the Company's Financial Statements for 2026;
- Approval of the profit distribution plan for 2025; the remuneration for the BOD and the Supervisory Board in 2025; and the remuneration plan for the BOD and the Supervisory Board for 2026;
- Approval of the investment policy for projects with a value exceeding 35% of the Company's total assets;
- Approval of the election of members of the Board of Directors and the Supervisory Board for the term 2026–2031.

**Number of members:**

- + Board of Directors: 05 members, including 01 independent member;
- + Supervisory Board: 03 members.

Election results of the Board of Directors and the Supervisory Board for the term 2026–2031 are as follows:

- + Mr. Hoang Ha Phuong – Member of the Board of Directors
- + Mr. Nguyen Quang Hai – Member of the Board of Directors
- + Mr. Dao Vu Chinh – Member of the Board of Directors
- + Mr. Nguyen Van Dung – Independent Member of the Board of Directors
- + Mr. Hoang Thanh Tung – Member of the Board of Directors

- + Ms. Hoang Thi Thu Hao – Member of the Supervisory Board
- + Ms. Dang Thi Huong – Member of the Supervisory Board
- + Ms. Dang Thi Huyen Trang – Member of the Supervisory Board

**Article 2.** Authorize the Board of Directors and the General Director to implement the contents of this Resolution in accordance with the law and the Company's Charter.

**Article 3.** This Resolution shall take effect from the date of signing.

Recipients:

- All shareholders;
- Members of the BOD and Supervisory Board;
- Company departments/divisions;
- Office archives.

ON BEHALF OF THE GENERAL MEETING  
OF SHAREHOLDERS  
CHAIRMAN OF THE BOARD OF  
DIRECTORS



**Hoang Ha Phuong**



**REPORT**

**Assessment of the Company's management and operation  
by the Board of Directors and the Board of Directors in 2025, plan for 2026**

To: General Meeting of Shareholders of DS3 Joint Stock Company

- Pursuant to the Enterprises Law 2020 and its implementing documents;
- Pursuant to the Law on Securities 2019 and its implementing documents;
- Pursuant to the Charter of DS3 Joint Stock Company,

Board of Directors of DS3 Joint Stock Company ("**Company**") respectfully submits to the General Meeting of Shareholders for consideration and approval of the following contents:

**PART I**

**Report on production and business activities and implementation status**

**Resolution of the 2025 General Meeting of Shareholders**

**1. Production and business results in 2025**

In 2025, the Company carried out its business operations in the following main areas: inland waterway management, maintenance and safety assurance; construction; and service activities including asset leasing and hotel operations.

- Inland waterway sector: The Company continued to implement contracts with traditional partners, while strengthening marketing efforts and seeking cooperation with new partners. During the year, the Company was officially removed from the restriction on participating in bidding imposed by the Vietnam Maritime and Inland Waterways Administration, and has gradually resumed participation in several bidding packages with the authority;
- Construction sector: The Company continued to implement the technical infrastructure construction package under the Dong Hy – Thai Nguyen project, while proactively expanding its scope of operations and seeking additional contracts and new projects;
- Service sector: The leasing operation of River Way Hotel has gradually stabilized during 2025;

- Investment activities: The Company liquidated certain capital contributions in order to recover invested capital.
- Investments in associate companies have not been effective. The Company has made provisions for overdue and doubtful receivables.

The detailed results of business operations during the year are as follows:

No	Item	Unit	2024 Planning	2024 Implementation	Completion rate
1	Total Revenue	Million	115.000.000.000	67.824.828.105	59%
2	Profit After Tax	Million	17.320.000.000	8.683.149.415	50,2%
3	Dividend Ratio	%	0	0	

## **2. Project implementation status:**

### **Inland waterway contracts:**

- The Company has implemented a number of projects involving the repair and maintenance of mooring buoys and navigation buoys for clients such as Ha Long Bay Management Board, Co To District Construction Investment Project Management Board, and Tien Yen District Construction Investment Project Management Board;
- Several large-scale inland waterway traffic regulation and safety assurance projects were signed in Q4/2025 and are currently under implementation, including Van Phuc Bridge (Hanoi), Thuong Cat Bridge (Hanoi), Canh Co Bridge (Hai Phong), and the maintenance management of waterways in Quang Ninh for 2026.

### **Construction contracts:**

- The Company is continuing to implement the construction and installation package under the Technical Infrastructure Project of Xom Ap Thai Residential Area in Hoa Thuong Town, Dong Hy District, Thai Nguyen Province; the cumulative completion has reached approximately 95% of the contract value to date.

### **Hotel project:**

- The commercial service building and hotel project in Ha Long Ward has been completed, and the Company has leased it to an associated entity for operation since Q4/2024;
- In 2025, hotel operations have been maintained, with customer volume showing an increasing trend and gradually stabilizing. However, the operating efficiency of the operating entity has not met expectations; therefore, the Company has made provisions for the related investment in accordance with the prudence principle and the auditor's opinion.



**Capital contribution investment projects:**

- For the project on reconstruction of the old D3–D4 Giang Vo apartment buildings, Ba Dinh District, Hanoi (under Investment Cooperation Contract No. 12/2021/HĐHTĐT dated 01/12/2021, with implementation planned through 2025), the Company has signed a contract liquidation agreement to recover the contributed capital;
- In addition, the Company is actively seeking new partners and investment opportunities to implement new projects and expand its business operations.

**3. Management work:**

- Successfully organized the 2025 Annual General Meeting of Shareholders on 09 April 2025;
- In terms of investor relations, the Board of Directors directed the maintenance of regular communication with shareholders and ensured timely disclosure of the Company's activities and events via the Company's website, postal services, email, telephone, and other channels;
- The Board of Directors maintained regular meetings to review and assess business performance, make managerial decisions, and issue resolutions and decisions in a timely manner, closely aligned with the Company's actual situation;
- The Board of Directors operated on the principle of collective decision-making and majority approval. Resolutions were adopted upon obtaining majority votes or written approvals from members of the Board of Directors;
- All meetings of the Board of Directors were attended by a sufficient number of members in accordance with legal regulations and the Company's Charter. Resolutions and decisions were issued based on the consensus of the majority of Board members.

**4. Management of the Board of Directors.**

Based on the Resolution of the General Meeting of Shareholders and the Resolutions of the Board of Directors, the Board of Directors of the Company has organized the implementation of assigned tasks, specifically:

- Organized, managed, supervised, and administered all operations of the Company through its functional departments and affiliated units; at the same time, monitored and inspected the implementation of resolutions and decisions of the General Meeting of Shareholders, the Board of Directors, and the Board of Management, as well as compliance with the Company's internal rules, regulations, and applicable laws;

- Strengthened inspection and supervision activities; reviewed, supplemented, and improved the system of internal regulations to enhance management efficiency, thereby contributing to the stabilization and improvement of the Company's operational management quality;
- Implemented cost-saving measures in management to improve the efficiency of business operations;
- Organized the Company's operations in line with the orientation of sustainable and safe development; while promoting innovation in management practices and strengthening the spirit of unity and responsibility across the entire system, from the Board of Management to all employees.

#### 5. Profit distribution plan for 2025

No	Content	Amount (VND)
1	Profit after tax in 2025	8.636.896.235
2	Undistributed profit accumulated to 2024	(17.320.045.650)
3	Total undistributed profit after tax carried forward to 2026	(8.683.149.415)

## PART II

### Business Plan and Strategic Direction of the Board of Directors for 2026

#### I. Production and business results in 2026

Some main item

No	Item	Unit	2026 Planning
1	Total Revenue	Billion VND	70
2	Profit After Tax	Billion VND	10
3	Dividend	%	3

#### II. Key solutions for implementation in 2026

Based on the current situation and development orientation, the Board of Directors and the Board of Management will focus on implementing key solutions to expand operational scale, enhance business efficiency, and ensure sustainable growth.

##### 1. Inland waterway operations (core business):



- Identify inland waterway operations as the Company's core business and competitive advantage; focus resources on maintaining and expanding market share;
- Promote the search for and participation in bidding packages in the maritime and inland waterway sectors; strengthen and develop relationships with investors and strategic partners;
- Proactively invest in and enhance capacity in terms of human resources, vessels, and equipment to meet the requirements of waterway management and maintenance contracts and ensure traffic safety;
- Improve quality, progress, and efficiency in project execution, thereby reinforcing the Company's reputation and position in the inland waterway sector.

## **2. Construction activities:**

- Expand participation in bidding packages in transportation, technical infrastructure, and urban infrastructure projects, contributing to diversification of workload;
- Ensure adequate preparation of human resources, machinery, and equipment for construction activities.

## **3. Investment activities:**

- Actively seek investment opportunities and expand into potential sectors such as construction, real estate, and warehousing/logistics;
- Review and evaluate the effectiveness of investments; develop restructuring and capital recovery plans for underperforming investments;
- Gradually implement projects aligned with the Company's medium- and long-term development strategy.

## **4. Financial activities:**

- Develop capital mobilization channels through the stock market and maintain and expand relationships with domestic and international credit institutions to meet funding needs for business operations and investments;
- Strengthen the management and supervision of investments in subsidiaries and associates, focusing capital on efficient entities;
- Closely control cash flows.

## **5. Corporate governance and management:**

- In the phase of development and expansion, focus on streamlining and professionalizing the organizational structure to enhance governance capacity and operational efficiency;
- Improve the corporate governance system and develop and implement medium- and long-term development strategies in line with the Company's orientation;

- Promote brand development and expand relationships with partners and customers to increase market share and improve business performance;
- Proactively research, develop, and gradually implement new business areas such as transport infrastructure construction, civil works, and real estate investment;
- Diversify capital sources through the stock market and credit institutions to meet business and investment needs;
- Strengthen risk management, maintain stable business operations, ensure employment and income for employees, and foster corporate culture.

***Respectfully submit to the General Meeting of Shareholders for consideration and approval!***

***Recipients:***

- As above;
- Board of Directors;
- Save HT.

**ON BEHALF OF BOARD OF  
DIRECTORS  
CHAIRMAN**



**Hoang Ha Phuong**



*Quang Ninh, April 02, 2026*

## **REPORT ON SUPERVISORY BOARD'S ACTIVITIES IN 2025 AND OPERATIONAL ORIENTATION FOR 2026**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020;
- Pursuant to the functions and duties of the Supervisory Board as stipulated in the Charter of Organization and Operation of DS3 Joint Stock Company.

The Supervisory Board reports to the General Meeting of Shareholders on the results of inspection and supervision of the Company's operations in 2025 as follows:

### **I. Supervisory Board's Activities in 2025**

The Supervisory Board carried out its inspection and supervision duties in 2024 with the following results:

- Supervising the implementation of the Resolution of the 2025 Annual General Meeting of Shareholders;
- Supervising compliance with the Company's Charter, internal management regulations, and applicable laws; and reviewing the Company's 2025 Financial Statements;
- Attending and providing opinions at meetings of the Board of Directors and the Board of Management;
- Inspecting business performance reports, accounting books, and accounting documents arising at the Company and its affiliated units;
- Monitoring and supervising the management and use of the Company's vehicles and equipment.

### **II. Supervision Results:**

#### **1. Supervision of the BOD and Executive Board:**

- The Board of Directors and the Board of Management have complied with the Company's organizational and operational regulations; assigned specific responsibilities to each member and directed business and operational activities accordingly;
- Resolutions and decisions of the Board of Directors were issued appropriately, in accordance with proper procedures and within the authority prescribed by the Law on Enterprises and the Company's Charter;
- The Board of Directors and the Board of Management have implemented the Resolution of the 2025 General Meeting of Shareholders, meeting the requirements for management and business operations of the Company;
- The Board of Directors and the Board of Management have complied with and implemented the Company's internal regulations, decisions, and management policies.

#### **2. Financial Supervision:**

##### **2.1. Financial and accounting inspection:**



- Accounting documents are prepared, accounting books are maintained, and accounting entries are recorded in accordance with the prevailing accounting regulations. Supporting documents are clearly presented in terms of content and accounting classifications. Payment documents are approved in accordance with the prescribed procedures, tax regulations, and the Company's internal management policies;
- Supporting documents are archived by category and by month, facilitating retrieval when required;
- The chart of accounts and accounting forms are applied in compliance with the current State accounting regime;
- Financial statements and tax reports are prepared and submitted in accordance with applicable regulations.

## 2.2. Financial statement review:

- Prepared in accordance with Vietnamese accounting standards.
- Financial data reflects a true and fair view of the Company's financial status.
- Statements were complete, transparent, and on time.

The Supervisory Board audited the financial results of 2025 as follows:

## 3. Key Business Performance Indicators for 2025

*Unit: million VND*

TT	Indicator	Gía trị thực hiện
<b>A</b>	<b>Total revenue and other income</b>	<b>68.409</b>
1	Revenue from sales and services	67.825
2	Financial income	4
3	Other income (from asset liquidation)	580
4	Revenue deductions	
<b>B</b>	<b>Total expenses</b>	<b>59.726</b>
1	Cost of goods sold	49.739
2	Financial expenses	4.165
3	Administrative expenses	4.605
4	Other expenses	1.217
<b>C</b>	<b>Profit before tax</b>	<b>8.683</b>

## III. Evaluation of Resolution Implementation and 2025 Business Plan

### 1. Implementation of 2025 AGM Resolutions

In 2025, the Company's Board of Management focused on implementing key matters approved by the General Meeting of Shareholders (GMS), including:

- Finance and profit after tax: The Company achieved 50.2% of the planned profit after tax, with revenue reaching 59% of the annual plan;
- Organizational structure and corporate governance: Continued adjustments and enhancements to the management structure and governance processes, improving transparency;
- Investment projects: Completed the construction of a hotel project located at Group 2, Area 2, Ha Long Ward, Quang Ninh Province. The hotel has been put into operation and leased out since the fourth quarter of 2025;
- Other matters: Addressed issues relating to shareholders, risk management, and legal compliance in accordance with the requirements of the GMS.



## 2. Assessment of the implementation of the 2025 business plan

Based on supervisory activities and the review of reports submitted by the Board of Management, the Supervisory Board noted that in 2025 the Company made efforts to implement its business operations and achieved certain results, as follows:

- Production activities: In the field of inland waterway construction contracts, the Company continued to maintain cooperation with traditional partners, while proactively strengthening marketing efforts and expanding its customer base to seek additional bidding opportunities;
- Business expansion: The Company implemented several urban technical infrastructure projects, in line with its strategy to diversify business activities, gradually creating a stable workload and growth momentum for the coming period;
- Costs and operational efficiency: The Company focused on implementing measures to control, reduce, and optimize costs, thereby improving labor productivity and enhancing overall business performance;
- Human resources: The Company continued to pay attention to recruitment, training, and improving the professional qualifications and skills of its staff, meeting development requirements in the new phase;
- Corporate governance: During the year, the Company reviewed and restructured its investments in subsidiaries and associates to improve capital efficiency; at the same time, it strengthened corporate governance and risk control in business operations.

### **IV. Coordination with the BOD and Executive Board**

In 2025, the Supervisory Board was fully informed of BOD and Executive Board decisions and was supported in fulfilling its duties.

### **V. Conclusion**

In 2025, the Supervisory Board carried out its responsibilities, ensuring compliance with internal rules and the effectiveness of business operations.

### **VI. Recommendations to the BOD and Executive Board**

- Continue implementing restructuring and expansion of the Company and its affiliated units to stabilize the organizational structure and enhance operational efficiency;
- Develop plans and adopt effective measures to recover overdue receivables as well as invested capital and contributed capital;
- Study and develop business plans in new sectors to expand operations and generate additional revenue sources for the Company;
- Continue reviewing, developing, and improving internal regulations and management procedures, ensuring timely updates in line with new legal requirements, thereby strengthening internal control and enhancing the efficient use of the Company's resources.

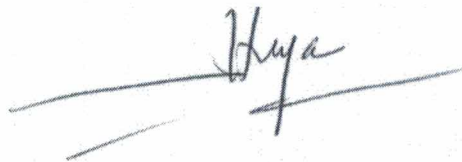
### **VII. Orientation and Key Tasks for 2026**

In performing its functions, duties, and authority in accordance with the Company's Charter on organization and operation, the Supervisory Board has set out its objectives and key tasks for 2026 as follows:

- To effectively perform its supervisory and control functions over the Company's business operations by maintaining regular coordination with, and seeking guidance from, the Party Cell, and closely cooperating with the Board of Directors and the Board of Management;

- To strengthen the inspection of accounting books and supporting documents arising at the Company and its affiliated units;
- To supervise the implementation of the 2026 business plan in accordance with the Resolution of the 2026 General Meeting of Shareholders;
- To regularly inspect and monitor compliance with the Company's Charter, internal rules, and management regulations by its units, departments, and individuals in the course of performing their duties;
- To review quarterly and annual financial statements for 2026.
- Based on the Resolution of the 2026 Annual General Meeting of Shareholders, the Resolutions of the Board of Directors, and the actual business operations of the Company, the Supervisory Board will develop detailed working plans for each specific period.
- The above constitutes the full report on the results of inspection and supervision activities in 2025 and the operational plan of the Supervisory Board for 2026, which is hereby submitted to the General Meeting of Shareholders for consideration and approval.

**SUPERVISORY BOARD**

A handwritten signature in black ink, appearing to read 'Huy a', is written over a horizontal line. There are additional strokes below the line, suggesting a signature or stamp.

**Nguyen Thi Minh Ngoc**



Number: 01 / TTr - HĐQT

Quang Ninh, April 2nd, 2026

## **REPORT**

***Subject: Approval of the audited financial statements for the year 2025***

To: The General Meeting of Shareholders of DS3 Joint Stock Company

- Based on the 2020 Enterprise Law and its implementing guidelines. onion;
- Based on the Securities Law 2019 and its implementing regulations. onion;
- Based on the Charter of Organization and Operation of DS3 Joint Stock Company;
- Based on the actual operational situation of the Company company,

The Board of Directors of DS3 Joint Stock Company respectfully submits to the General Meeting of Shareholders for approval the audited financial statements of DS3 Joint Stock Company as of December 31, 2025 , including the following contents:

- Independent audit report establish;
- Balance sheet maths;
- Report on business performance d;
- Cash flow statement bad;
- Explanation of the Financial Report main.

*(Detailed information is provided in the attached summary audited financial statements and the full version is published on the Company's website: [www.ds3.vn](http://www.ds3.vn) under the Shareholder Relations section)*

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

***Recipient:***

- As above;
- Board of Directors;
- Save TH.

**TM. BOARD OF DIRECTORS  
CHAIRPERSON**



**Hoang Ha Phuong**

**REPORT**

***Subject: Approval of the profit distribution plan for 2025; payment of remuneration to the Board of Directors and Supervisory Board for 2025; Remuneration plan for the Board of Directors and Supervisory Board for 2026***

**To: General Shareholders' Meeting of DS3 Joint Stock Company**

- Based on the 2020 Enterprise Law and its implementing regulations;
- Based on the Securities Law of 2019 and its implementing regulations.;
- Based on the Articles of Association of DS3 Joint Stock Company,

The Board of Directors of DS3 Joint Stock Company (“the Company”) respectfully submits the following matters to the General Meeting of Shareholders for consideration and approval:

**I. Profit distribution plan for 2025**

Based on the business results as presented in the company's audited financial statements for 2025, and in accordance with the company's production and business plan and resource requirements for investment and development, we respectfully submit to the General Meeting of Shareholders the following profit distribution plan:

No.	Content	Amount (VND)
1	Net profit after tax in 2025	8.636.896.235
2	Remaining undistributed profits accumulated up to 2024	(17.320.045.650)
3	Total undistributed after-tax profits carried over to 2026	(8.683.149.415)

Due to the current business situation, the Company is still in a state of



accumulated losses. To prioritize focusing resources on investment, development, and restructuring, the Board of Directors proposes not distributing profits in 2025.

## **II. Remuneration costs for the Board of Directors and Supervisory Board in 2025**

### **1. Payment in 2025**

According to the Resolution of the 2025 Annual General Meeting of Shareholders, due to the current business situation still incurring accumulated losses, and in order to prioritize resources for investment, development, and restructuring of the Company, the Board of Directors proposes that the Members of the Board of Directors and the Supervisory Board not receive remuneration in 2025.

### **2. Remuneration plan for the Board of Directors and Supervisory Board in 2026**

Due to the current situation of accumulated losses in production and business operations, and in order to prioritize resources for investment, development, and restructuring of the Company, the Board of Directors proposes that the Members of the Board of Directors and the Supervisory Board not receive remuneration in 2026.

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

**Recipient:**

- As above;
- Board of Directors;
- Save PC.

**TM. BOARD OF DIRECTORS  
CHAIRPERSON**



**Hoang Ha Phuong**

Number: 03 / TTr - BKS

*Quang Ninh, April 2nd, 2026*

## **REPORT**

### ***Subject: Approval of the List of Auditing Firms for the 2026 Financial Statements***

Glasses send: General Meeting of Shareholders of DS3 Joint Stock Company

In compliance with the provisions of the Charter of DS3 Joint Stock Company (“ **the Company** ”) and the provisions of the law, the Supervisory Board respectfully submits to the General Meeting of Shareholders for approval the selection of the list of auditing firms to audit the 2026 financial statements , specifically as follows:

#### **1. Selection criteria select:**

- To be labour ty active movement fit France in Vietnamese Male and Okay Committee ban Proof contract The government approves audits for listed companies this year. 2026;
- Reputable for audit quality and experienced in auditing public companies, listed companies, and major banking and financial institutions in Vietnam. Male;
- The team of auditors is highly qualified and experienced. solution;
- Meeting the company's requirements regarding scope and inspection schedule. maths;
- There are reasonable audit fees that are commensurate with the quality of the audit. maths.

#### **2. List of auditing firms:**

Based on the above selection criteria, the Supervisory Board respectfully submits to the General Meeting of Shareholders for approval the list of auditing firms to audit the Company's financial statements for 2026, including:

- Nhan Tam Viet Auditing Company Limited (NTV) – Northern Branch
- AASC Auditing Firm Co., Ltd. (AASC )
- International Auditing and Valuation Company Limited (IAV)

#### **3. Implementation:**

The Supervisory Board respectfully submits to the General Meeting of Shareholders for authorization to the Board of Directors (“ **BOD** ”) of the Company to implement the options presented in order of priority as follows:

- Option 1: Select one of the auditing firms listed in Section 2 above to audit the Company's financial statements for 2026. The Board of Directors authorizes the Chairman of the Board to make this selection, provided that the chosen auditing firm meets the criteria approved in Section 1 above and is suitable for the Company's operational



practices.

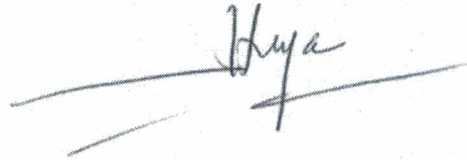
- Option 2: In the event that the Companies listed in Section 2 do not meet the criteria set out in Section 1 above, the Board of Directors has the right to select auditing firms not included in the List in Section 2 but meeting the criteria in Section 1 to conduct the audit of the Company's 2026 financial statements.

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

***Recipient:***

- As above;
- Board of Directors;
- Save TH.

**SUPERVISORY BOARD**

A handwritten signature in black ink, appearing to read 'Huy a', is written over a horizontal line. There are additional diagonal strokes below the line.

**Nguyen Thi Minh Ngoc**

Number: 04/TTr-HĐQT

*Quang Ninh, April 2nd, 2026*

## **REPORT**

***Subject: Election of members of the Board of Directors and the Supervisory Board term 2026-2031***

To: The General Meeting of Shareholders of DS3 Joint Stock Company

- *Based on the 2020 Enterprise Law and its implementing regulations;*
- *Based on the Securities Law of 2019 and its implementing regulations;*
- *Based on the Articles of Association of DS3 Joint Stock Company,*

In 2026, the five-year term (2021-2026) of the Board of Directors ("BOD") and the Supervisory Board ("SBO") of DS3 Joint Stock Company ("Company") will end. Therefore, the members of the BOD and SBO for the 2021-2026 term will also cease to be eligible. Consequently, based on the 2020 Enterprise Law and the Company's Charter, the BOD respectfully submits to the General Meeting of Shareholders for consideration and approval the election of members of the BOD and SBO for the new term 2026-2031 as follows:

### **1. Through the election of members of the Board of Directors and Supervisory Board for the term 2026-2031**

1.1 Number of Board of Directors members: 5 members, including at least 1 independent board member.

1.2 Number of Supervisory Board members: 3 members.

### **2. Criteria and conditions for candidates for the Board of Directors and Supervisory Board of the Company.**

- Candidates for the Board of Directors and the Supervisory Board must meet the conditions for membership in the Board of Directors and the Supervisory Board as stipulated in the 2020 Enterprise Law, the 2019 Securities Law, Government Decree No. 155/2020/ND-CP issued on December 31, 2020, detailing the implementation of certain provisions of the Securities Law, and the Company's Charter.

- Candidates may self-nominate or be nominated by shareholders/groups of shareholders/authorized representatives of shareholders/groups of shareholders with the right to nominate and/or candidates nominated by the Board of Directors. task topic send according to rules pre in Law Business profession year 2020 and Thing rules Labour ty.

### **3. List of candidates for Board of Directors and Supervisory Board members**

Name book application pill Okay practice fit from children People answer



application enough pepper standard, thing The above conditions are met, and all necessary documents are submitted to the Company within the deadline as per the Board of Directors' Notice on the Method of Nominating and Electing Members of the Board of Directors and Supervisory Board for the 2026-2031 term of the Company .

If, after the deadline for receiving nominations and applications for Board of Directors and Supervisory Board members, the number of candidates nominated and applied for by the Board of Directors is still insufficient, the incumbent Board of Directors will nominate additional candidates to meet the required number as stipulated in this Proposal.

list of candidates for the Board of Directors and Supervisory Board will be announced at the General Meeting before the election.

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

***Recipient:***

- As above;
- Board of Directors;
- Save TH .

**TM. BOARD OF  
DIRECTORS CHAIRMAN**



**Hoang Ha Phuong**

Number: 05 / TTr - HĐQT

Quang Ninh, April 2nd, 2026

**REPORT**

***Subject: Approval of investment policy for projects with a value exceeding 35% of total asset value.***

To: The General Meeting of Shareholders of DS3 Joint Stock Company

- Based on the 2020 Enterprise Law and its implementing regulations;
- Based on the Securities Law of 2019 and its implementing regulations;
- Based on the minutes of the Board of Directors meeting No. 02/BB-HĐQT dated March 11, 2025;
- Based on the Articles of Association of DS3 Joint Stock Company,

With the Company's strategic development direction in the coming period , which includes many major goals and challenges, the Board of Directors ("BOD") must play its role effectively. game and make timely decisions . The Board of Directors respectfully submits this to the General Meeting of Shareholders for consideration and approval. Specifically : The Board of Directors is authorized to select projects with a value exceeding 35% of the total asset value for investment.

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

***Recipient:***

- As above;
- Board of Directors;
- Save TH .



**Hoang Ha Phuong**