

**CÔNG TY CỔ PHẦN
DU LỊCH DỊCH VỤ HÀ NỘI
HA NOI TOURIST SERVICE
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: 106/TSC

No: 106/TSC

Hà Nội, ngày 13 tháng 5 năm 2026

Hanoi, day 13 month 5 year 2026

**CÔNG BỐ THÔNG TIN BẤT THƯỜNG
EXTRAORDINARY INFORMATION DISCLOSURE**

Kính gửi: - Ủy ban Chứng khoán Nhà nước/ The State Securities Commission
- Sở Giao dịch chứng khoán Hà Nội/ The Hanoi Stock Exchange

1. Tên tổ chức/Name of organization: CÔNG TY CỔ PHẦN DU LỊCH DỊCH VỤ HÀ NỘI/
HA NOI TOURIST SERVICE JOINT STOCK COMPANY

- Mã chứng khoán/Stock code: TSJ

- Địa chỉ trụ sở chính/Address: Số 273 Phố Kim Mã, Phường Giảng Võ, Thành phố Hà Nội/
No. 273 Kim Ma Street, Giang Vo Ward, Hanoi City

- Điện thoại liên hệ/Tel: (024) 3726 2626

Fax: (024) 3726 2571

- Email: tchc.toserco@gmail.com

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

Công ty cổ phần Du lịch Dịch vụ Hà Nội công bố thông tin về việc bổ sung nội dung chương trình họp Đại hội đồng cổ đông thường niên năm 2026 theo kiến nghị của cổ đông; và cập nhật, bổ sung chương trình và nội dung, tài liệu cuộc họp Đại hội đồng Cổ đông năm 2026 của Công ty./

Ha Noi Tourist Service Joint Stock Company announces information regarding the supplementation of the agenda for the 2026 Annual General Meeting of Shareholders in accordance with shareholders' proposals; and the update and supplementation of the agenda, contents, and meeting materials for the Company's 2026 General Meeting of Shareholders

(Nội dung chi tiết vui lòng xem tại tài liệu được đính kèm/ *For detailed contents, please refer to the attached documents.*)

3. Thông tin này đã được công bố trên trang thông tin điện tử của Công ty cổ phần Du lịch Dịch vụ Hà Nội vào ngày 13/5/2026 tại đường dẫn/ *This information was published on the company's website on May 13, 2026, as in the link: <https://hanoitoserco.com.vn/quan-he-co-dong/>*

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:
Các tài liệu họp ĐHĐCĐ năm 2026 của Công ty đã được cập nhật, bổ sung và kiến nghị của cổ đông/ *The documents for the 2026 Annual General Meeting of Shareholders have been updated and supplemented, along with shareholders' recommendations*

Người được UQ công bố thông tin/ Person authorized to disclose information



Nguyễn Mạnh Hùng



AGENDA

ANNUAL GENERAL MEETING OF SHAREHOLDERS 2026

Time : 08:00 AM – Wednesday, May 20, 2026

Address : Van Mieu 1, 2 Conference Room - Pullman Hanoi Hotel - No. 61 Giang Vo, O Cho Dua Ward, Hanoi City

| TIME | CONTENT |
|---------------|---|
| 08h00 – 08h30 | <ul style="list-style-type: none"> - Welcoming guests and delegates - Verifying shareholder eligibility, registering attending shareholders, distributing documents. |
| 08h30 – 08h45 | <ul style="list-style-type: none"> - Report on shareholder eligibility verification results - Flag-salute, stating the reasons, introduction of delegates, and opening of the Meeting. |
| 08h45 – 09h00 | <ul style="list-style-type: none"> - Approval of the Presidium, Secretariat, and the Vote Counting Committee of the General Meeting. - Approving the Agenda and the Working and Voting Regulations of the General Meeting. |
| 09h00 – 09h10 | <ul style="list-style-type: none"> - Report of the Board of Management on business performance in 2025 and the orientation and task for 2026. - Proposal for Approval of Audited Financial Statements for 2025 |
| 09h10 – 09h15 | <ul style="list-style-type: none"> - Report of the Board of Directors on operating results in 2025 and operating plan for 2026. |
| 09h15 – 09h25 | <ul style="list-style-type: none"> - Report of the Supervisory Board on the operation results of 2025 and operation plan for 2026. |
| 09h25 – 09h50 | <ul style="list-style-type: none"> - Proposal for Distribution Plan of After-Tax Profit for 2025; - Proposal for Approval of Remuneration for the Board of Directors and Board of Supervisors in 2025 and Proposed Remuneration Budget in 2026; - Proposal for Amending and supplementing the Charter on Organization and Operation of the Company; - Proposal for Amending and supplementing the Regulations of the Company; - Proposal for Selecting the audit firm for the 2026 Financial Statements; - Proposal for Approving the receipt of transferred shares without requiring public tender offer procedures; - Other matters under the Meeting's authority (if any) |
| 09h50 – 10h05 | <ul style="list-style-type: none"> - Proposal on Election of the BOD, SB of the Company for the 2026-2031 term; - Organizing the election of members of the BOD, SB: <ul style="list-style-type: none"> + Approving the Election Regulations; + Introducing the list of nominations and candidacies for the BOD, SB; + Guiding and organizing the election. |
| 10h05 – 10h20 | Discussing and voting to approve the reports and proposals at the General Meeting. |
| 10h20 – 10h30 | Break |
| 10h30 – 10h40 | Announcing the voting results of reports and proposals, election results and introducing the members of the BOD, SB for the new term |
| 10h40 – 10h55 | Voting to approve the Meeting Minutes and Resolutions. |
| 10h55 – 11h00 | Closing of the Meeting |

ORGANIZING COMMITTEE OF THE MEETING

No: ~~82~~ /2026/TTr-HĐQT

Hanoi, date ~~13~~ month ~~5~~ year 2026

PROPOSAL

(Re: Approving the receipt of transferred shares without requiring public tender offer procedures)

**To: THE GENERAL MEETING OF SHAREHOLDERS
HANOI TOURIST SERVICE JOINT STOCK COMPANY**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020 and the documents amending, supplementing, and guiding the implementation thereof;
- Pursuant to the Law on Securities No. 54/2019/QH14 dated November 26, 2019 and the documents amending, supplementing, and guiding the implementation thereof;
- Pursuant to the Charter on Organization and Operation of Hanoi Tourist Service Joint Stock Company (the "Company");
- Pursuant to the proposal letter No. 0605/BC-CPC dated 06/05/2026 of Cuong Phat Construction Investment and Trading Company Limited ("Cuong Phat");
- Based on the actual operation situation of the Company;

The Board of Directors (BOD) of the Company respectfully submits to the General Meeting of Shareholders (GMS) to consider and approve the receipt of transferred shares of Hanoi Tourist Service Joint Stock Company (Stock code: TSJ) by Cuong Phat Construction Investment and Trading Company Limited to increase its ownership ratio in the Company, resulting in ownership reaching and exceeding the levels specified in points a, b, Clause 1, Article 35 of the Law on Securities without having to carry out public tender offer procedures. Specific contents are as follows:

1. Transferors of TSJ shares:

| No. | Full name | Business Registration No. | Owned shares before the transfer | | Expected shares to be transferred | |
|-------|---|---------------------------------|-------------------------------------|--------|--------------------------------------|--------|
| | | | Quantity | Ratio | Quantity | Ratio |
| 1 | TN Development Joint Stock Company | 0101326311 | 20,000,000 | 26.74% | 20,000,000 | 26.74% |
| Total | | | 20,000,000 | 26.74% | 20,000,000 | 26.74% |

2. Transferee of TSJ shares exempted from public tender offer:

| No | Full name | Business Registration No. | Shares owned before receiving the transfer (as of May 04, 2026) | | Expected shares to receive in transfer | | Expected shares owned after receiving the transfer | |
|--------------|--|---------------------------|--|---------------|--|---------------|--|---------------|
| | | | Quantity | Ratio | Quantity | Ratio | Quantity | Ratio |
| 1 | Cuong Phat Construction Investment and Trading Company Limited | 0103200586 | 9,896,700 | 13.23% | 20,000,000 | 26.74% | 29,896,700 | 39.97% |
| Total | | | 9,896,700 | 13.23% | 20,000,000 | 26.74% | 29,896,700 | 39.97% |

3. The Board of Directors respectfully submits to the GMS to consider and approve the following contents:

- The shareholder owning TSJ shares mentioned in Section 1 transfers TSJ shares to Cuong Phat Construction Investment and Trading Company Limited.
- Cuong Phat Construction Investment and Trading Company Limited is entitled to receive the transfer of TSJ shares from the shareholder in Section 1 mentioned above, leading to an expected ratio of 39.97% of outstanding voting shares of TSJ (exceeding the levels specified in points a, b, Clause 1, Article 35 of the Law on Securities) without having to carry out public tender offer procedures according to the provisions of law.
- Transfer method: Transfer via order matching and/or agreement on the UPCOM system of the Hanoi Stock Exchange or via the system of the Vietnam Securities Depository and Clearing Corporation depending on the transfer price, allowed amplitude at the time of transaction and agreement between the parties.
- Transfer price: According to the principle of agreement between the trading parties.
- Transfer execution time: After being approved by the 2026 Annual General Meeting of Shareholders and according to the negotiation progress between the parties.
- Authorizing the BOD to have full power to decide all matters related to the above transfer to ensure the implementation of the contents in the proposal approved by the 2026 Annual General Meeting of Shareholders.

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

Recipients:

- As above;
- BOD, SB;
- Filed: Admin.

ON BEHALF OF THE BOARD OF DIRECTORS



CHAIRMAN

NGUYEN MANH HUNG

**HANOI TOURIST SERVICE
JOINT STOCK COMPANY**

SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness

No.: 83/2026/TTr-HĐQT

Hanoi, date 13 month 5 year 2026

PROPOSAL

Re: Distribution Plan of After-Tax Profit for 2025

**To: THE ANNUAL GENERAL MEETING OF SHAREHOLDERS
HANOI TOURIST SERVICE JOINT STOCK COMPANY**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020 as amended and supplemented in 2022 and Law No. 76/2025/QH15 amending and supplementing a number of articles of the Law on Enterprises No. 59/2020/QH14;

- Pursuant to the Charter on Organization and Operation of Hanoi Tourism Service Joint Stock Company (the "Company");

- Pursuant to the audited financial statements of 2025 of the Company.

The Board of Directors respectfully submits to the General Meeting of Shareholders the distribution plan of after-tax profit for 2025 as follows:

| No. | Item | Amount (VND) |
|------------|--|------------------------|
| A | Distribution of Net Profit After Tax 2025 | 100,129,644,047 |
| I | Net Profit After Tax 2025 | 100,129,644,047 |
| II | Appropriation to funds, dividend payment | 100,129,644,047 |
| 1 | Appropriation to Development Investment Fund (3.0%) | 3,003,889,321 |
| 2 | Appropriation to Bonus and Welfare Fund (3.0%) | 3,003,889,321 |
| 3 | Bonus Fund for Executive Board, Board of Directors, and Supervisory Board (2.5%) | 2,503,241,101 |
| 4 | The amount corresponding to ~12.24% of the outstanding shares. (74,797,400 outstanding shares) | 91,618,624,304 |
| III | Estimated Retained Net Profit After Tax 2025 (III=I-II) | 0 |

The General Meeting of Shareholders authorizes the Board of Directors to decide on the timing for dividend payment implementation, decide on matters related to the dividend payment process, and decide on and adjust the dividend payment plan (if necessary) depending on the actual situation, requirements of competent authorities, and in compliance with legal regulations.

This proposal replaces Proposal No. 71/2026/TTr-HĐQT dated April 24, 2026.

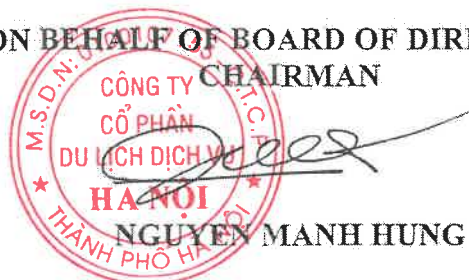
Respectfully submitted to the General Meeting of Shareholders for review and approval.

Sincerely, 

Recipients:

- As addressed;
- BOD, SB;
- Archive: BOD's office.

ON BEHALF OF BOARD OF DIRECTORS



No.: 01/2026/NQ-ĐHĐCĐ

Hanoi, daymonth....year 2026

RESOLUTION
ANNUAL GENERAL MEETING OF SHAREHOLDERS 2026

THE GENERAL MEETING OF SHAREHOLDERS
HANOI TOURIST SERVICE JOINT STOCK COMPANY

Pursuant to:

- The Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020, and the documents amending, supplementing, and guiding the implementation thereof;
- The Charter on Organization and Operation of Hanoi Tourist Service Joint Stock Company (the "Company");
- The Minutes of the 2026 Annual General Meeting of Shareholders of the Company dated May 20, 2026.

RESOLVES

Article 1. The General Meeting of Shareholders ("GMS") of the Company voted to approve the following Resolutions:

1. **RESOLUTION 1:** The GMS approves Report of the Board of Management on business performance in 2025 and the orientation, task for 2026.
2. **RESOLUTION 2:** The GMS approves the audited financial statements of 2025 of the Company.
3. **RESOLUTION 3:** The GMS approves Report of the Board of Directors ("BOD") on operating results in 2025 and operating plan for 2026.
4. **RESOLUTION 4:** The GMS approves Report of the Supervisory Board ("SB") on the operation results of 2025 and operation plan for 2026.
5. **RESOLUTION 5:** The GMS approves Distribution Plan of After-Tax Profit for 2025 as follows:

| No. | Item | Amount (VND) |
|-----|--|------------------------|
| A | Distribution of Net Profit After Tax 2025 | 100,129,644,047 |
| I | Net Profit After Tax 2025 | 100,129,644,047 |
| II | Appropriation to funds, dividend payment | 100,129,644,047 |
| 1 | Appropriation to Development Investment Fund (3.0%) | 3,003,889,321 |
| 2 | Appropriation to Bonus and Welfare Fund (3.0%) | 3,003,889,321 |
| 3 | Bonus Fund for Executive Board, Board of Directors, and Supervisory Board (2.5%) | 2,503,241,101 |
| 4 | The amount corresponding to ~12.24% of the outstanding shares. (74,797,400 outstanding shares) | 91,618,624,304 |
| III | Estimated Retained Net Profit After Tax 2025 (III=I-II) | 0 |

The General Meeting of Shareholders authorizes the Board of Directors to decide on the timing for dividend payment implementation, decide on matters related to the dividend payment process, and decide on and adjust the dividend payment plan (if necessary)

depending on the actual situation, requirements of competent authorities, and in compliance with legal regulations.

6. **RESOLUTION 6:** The GMS approves of Remuneration for the BOD and SB in 2025 and Proposed Remuneration Budget in 2026, as follows:

6.1 2025 Remuneration for BOD and SB Members (Including personal income tax and a one-month Lunar New Year bonus for 2026) as below:

| | |
|-----------------------------------|---------------------------|
| + Total BOD remuneration for 2025 | :741,000,000 VND |
| + Total SB remuneration for 2025 | :507,000,000 VND |
| Total | :1,248,000,000 VND |

Which does not include the insurance, union fees. and welfare benefits for Head of SB: 81,780,000 VND (insurance. union fees) + 31,000,000 VND (welfare funds).

6.2 Proposed 2026 Remuneration Budget for BOD and SB Members (Including personal income tax and a one-month Lunar New Year bonus for 2027) as below:

- Board of Directors (05 members):

| | |
|---------------------------|---------------------------------|
| + Chairman of BOD: | 15,000,000 VND/month |
| + Vice Chairwoman of BOD: | 12,000,000 VND/month |
| + Board members: | 10,000,000 VND/month per person |

- Supervisory Board (03 members):

| | |
|---------------|----------------------|
| + Head of SB: | 29,000,000 VND/month |
|---------------|----------------------|

Entitled to social insurance and welfare benefits according to Company's regulations.
(The Company pays social insurance and deducts from the salary/remuneration of the Head of the Supervisory Board according to legal regulations).

| | |
|---------------|--------------------------------|
| + SB members: | 5,000,000 VND/month per person |
|---------------|--------------------------------|

Total estimated 2026 remuneration budget for BOD and SB members: 1,248,000,000 VND (including personal income tax and one-month Lunar New Year bonus for 2027).

7. **RESOLUTION 7:** The GMS approves authorizing the Company's BOD to decide on the selection of an independent auditing firm to conduct the audit of the Company's 2026 financial statements, being KPMG Vietnam Limited or another auditing firm approved to audit financial statements for listed and registered trading entities in the event that the Company cannot negotiate and sign the audit contract for the 2026 financial statements with KPMG Vietnam Limited. The BOD assigns the General Director to sign the audit service contract with the selected auditing firm.
8. **RESOLUTION 8:** The GMS approves the election of members of the BOD, SB for the 2026 - 2031 term as follows:
- Approving the term of the members of the BOD and SB is 5 years (2026 - 2031).
 - Approving the election of members of the BOD for the 2026 - 2031 term: 05 members.
 - Approving the election of members of the SB for the 2026 - 2031 term: 03 members.
 - Members of the BOD for the 2026 – 2031 term include:
.....
 - Members of the SB for the 2026 – 2031 term include:
.....
9. **RESOLUTION 9:** The GMS approves the draft Charter on Organization and Operation of the Company (Draft attached).



The GMS authorizes the Company's Board of Directors to continue amending, supplementing, finalizing and promulgating the Charter on Organization and Operation of the Company.

10. **RESOLUTION 10:** The GMS approves the draft regulations: Operational Regulation of the Company's Board of Directors, Internal Regulation on Corporate Governance, Operational Regulation of the Company's Supervisory Board (*Draft Regulations attached*).
- The GMS authorizes:
 - + The Company's Board of Directors to continue amending, supplementing, finalizing and promulgating the Operational Regulation of the Company's Board of Directors, Internal Regulation on Corporate Governance.
 - + The Company's Supervisory Board to continue amending, supplementing, finalizing and promulgating the Operational Regulation of the Company's Supervisory Board.
11. **RESOLUTION 11:** The GMS approves the entire content of proposal No. 82/2026/TTr-HĐQT dated May 13, 2026 regarding the receipt of transferred shares of Hanoi Tourist Service Joint Stock Company by Cuong Phat Construction Investment and Trading Company Limited from TN Development Joint Stock Company without having to carry out public tender offer procedures. (*Proposal attached*).
12. **RESOLUTION 12:** The GMS fully authorizes the BOD to consider, decide, and organize the implementation of the matters approved by the GMS and to consider and decide on other matters within the authority of the GMS arising that need to be resolved between two Annual GMS periods and to carry out related procedures in accordance with regulations. The contents of the resolution and authorization under the resolution of the 2026 Annual General Meeting of Shareholders shall take effect from the date of approval and shall not have a limited validity period until the General Meeting of Shareholders has another replacement decision.

Article 2: This Resolution takes effect from the date of signing.

The shareholders, Board of Directors, Supervisory Board, Board of Management, Heads of departments/divisions/branches/affiliated units of the Company and related individuals are responsible for implementing this Resolution./.

Recipients:

- Shareholders of the Company (for reporting);
- BOD, SB (for implementation);
- Filed: Admin.

**ON BEHALF OF THE GENERAL
MEETING OF SHAREHOLDERS
CHAIRPERSON**

