



**DEVELOPMENT
INVESTMENT
CONSTRUCTION**

HOI AN JSC.

No. : 16/NQ-DHĐCĐ

SOCIALIST REPUBLIC OF VIETNAM

Independence – Freedom – Happiness

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Hoi An, May 28, 2026

RESOLUTION

ANNUAL GENERAL MEETING OF SHAREHOLDERS 2026 DEVELOPMENT INVESTMENT CONSTRUCTION HOI AN JOINT STOCK COMPANY

Pursuant to The Law on Enterprises No. 59/2020/QH14 passed by the 14th National Assembly of the Socialist Republic of Vietnam on June 17, 2020;

Pursuant to The Charter on the Organization and Operation of Development Investment Construction Hoi An Joint Stock Company;

Pursuant to the Minutes of the Annual General Meeting of Shareholders 2026 of Development Investment Construction Hoi An Joint Stock Company dated 28/05/2026,

The 2026 Annual General Meeting of Shareholders of Development Investment Construction Hoi An Joint Stock Company was held at the Meeting Hall of the Company, No. 25 Hung Vuong Street, Hoi An Ward, Da Nang City, on 28/05/2025, with the participation of 51 shareholders and authorized representatives, representing 4,095,539 shares, accounting for 59.41% of the total voting shares. The Meeting discussed and unanimously resolved as follows:

RESOLVES:

Article 1: Approval of the 2025 Board of Directors Report with the following key contents :

1/ Business Performance in 2025:

a. Revenue:

| | |
|--------------|---------------------|
| + Plan : | 250 billion VND. |
| + Actual : | 258.96 billion VND. |
| + Achieved : | 103.59%. |

b. Deposit to National budget:

| | |
|--------------|-------------------|
| + Plan : | 12 billion VND. |
| + Actual : | 10.2 billion VND. |
| + Achieved : | 85%. |

c. Profit (pre-Tax):

| | |
|--------------|--------------------|
| + Plan : | 15 billion VND. |
| + Actual : | 21.84 billion VND. |
| + Achieved : | 145.58%. |

d. Dividend payout 2025 (in Shares): 15%

2/ Business Plan for 2025:

| | |
|-------------------------------|-----------------|
| - Revenue: | 180 billion VND |
| - Deposit to National budget: | 12 billion VND |
| - Profit before Tax: | 10 billion VND |
| - Estimated Dividend: | 10-15% |

3/ To facilitate project exploitation and capital recovery, the General Meeting of Shareholders and the Board of Directors unanimously authorize the General Director to negotiate and sign land-use rights transfer contracts with all interested customers, including contracts exceeding or below 35% of the total asset value recorded in the latest financial statements.

4/ Approval of the final settlement of remuneration for the Board of Directors and the Board of Supervisors for 2025, and the proposed budget for 2026.

Article 2: Approval of the 2025 Board of Supervisors Report.

Unanimous approval to appoint ECOVIS AFA Vietnam Auditing - Appraisal And Consulting Co., Ltd. as the independent auditor for the financial statements of 2026, as proposed by the Board of Supervisors.

Article 3: Approval of the 2025 Financial Statements, audited by ECOVIS AFA Vietnam Auditing - Appraisal And Consulting Co., Ltd., with the following key indicators:

| | |
|--|---------------------|
| 1. Total assets: | 468,433,530,434 VND |
| - Short-term assets: | 453,021,604,257 VND |
| - Long-term assets: | 15,411,926,177 VND |
| 2. Total Liabilities and Equity: | 468,433,530,434 VND |
| - Liabilities: | 343,299,869,995 VND |
| + Short-term Liabilities: | 164,249,869,995 VND |
| + Long-term Liabilities: | 179,050,000,000 VND |
| 3. Total Business Capital as of 31/12/2025: | |
| + Paid-in Capital: | 68,941,640,000 VND |
| + Premium Capital: | 19,801,941,805 VND |
| + Treasury shares: | 0 VND |
| 4. Remuneration for the BOD and the BOS in 2025: | 1,272,000,000 VND |
| 5. Business Results and Profit Distribution in 2025: | |
| + Total revenue from sales and services: | 258,962,931,790 VND |
| + Profit before Tax : | 21,836,294,159 VND |
| + Corporate income tax payable : | 4,881,712,425 VND |
| + Profit After Tax : | 16,954,581,734 VND |
| + Development and Investment Fund Allocation: | 1,695,458,173 VND |
| + Bonus and Welfare Fund Allocation : | 1,695,458,173 VND |
| + Retained Earnings After Fund Allocation : | 13,563,665,388 VND |

| | |
|--|--------------------|
| + Retained Earnings from Previous Year : | 4,481,818,408 VND |
| + Cumulative Retained Earnings: | 18,045,483,796 VND |
| + Paid-in Capital : | 68,941,640,000 VND |
| + Dividend Payout for 2025 (in Shares): | 10,341,240,000 VND |

- Dividend payment date will be announced later on the website:
<http://dichoian.vn>

Article 4: Approval of the Company's Credit Limit for 2026:

To effectively implement the production and business plans for 2026, the Board of Directors submits to the General Meeting of Shareholders for approval, authorizing the Board of Directors to review and approve credit application documents, guarantee documents, collateral documents, deposit transactions, and other related transactions with banks. The Board shall be responsible for loan agreements and repayment (both principal and interest) in accordance with commitments made with lending banks, credit institutions, and other individuals, with the following details:

Credit providers: Commercial banks in Vietnam, credit institutions, and other individuals.

- + Short-term Credit Limit: 200,000,000,000 VND
- + Credit Limit for Lam Sa Xuan Hoa Tu Le Project: 200,000,000,000 VND
- + Loan security: Assets owned, used, and managed by the company, and other personal assets.

Article 5: Approval of the share issuance plan for dividend payment for the year 2025.

1. **Share name:** Shares of Development Investment Construction Hoi An Joint Stock Company
2. **Type of shares:** Ordinary shares
3. **Ticker symbol:** DIH
4. **Par value:** VND 10,000 per shares
5. **Current charter capital:** VND 68,941,640,000
6. **Total issued shares:** 6,894,164 shares
 Of which:
 - Outstanding shares: 6,894,164 shares
 - Treasury shares: 0 shares
7. **Number of shares to be issued:** 1,034,124 shares
8. **Total issuance value (at par value):** VND10,341,240.000
9. **Total shares after issuance:** 7,928,288 shares
10. **Charter capital after issuance:** VND 79,282,880,000
11. **Form of issuance:** Share issuance for dividend payment for the year 2025

12. **Eligible participants:** Existing shareholders listed as of the record date for exercising the right to receive shares. The record date shall be decided by the Board of Directors as authorized by the General Meeting of Shareholders.
13. **Issuance ratio** (new shares/outstanding shares): 15%
14. **Exercise ratio:** 20:3 (Shareholders owning 01 share will receive 01 right; for every 20 rights, shareholders will receive 03 new shares).
15. **Source of issuance:** Undistributed after-tax profits as of December 31, 2025 based on the audited financial statements for 2025
16. **Treatment of Fractional Shares:** The number of additional shares distributed to each shareholder will be rounded down to the nearest whole share; fractional entitlements (if any) will be cancelled.

Example: Shareholder A owns 146 shares at the record date. With an exercise ratio of 20:3, Shareholder A is entitled to receive: $(146 / 20) \times 3 = 21.9$ shares. Accordingly, Shareholder A will receive 21 new shares. The fractional 0.9 share will be cancelled..

17. **Implementation Timeline:** Expected in Q3 2026, after the State Securities Commission of Vietnam confirms receipt of complete issuance documents. The General Meeting of Shareholders authorizes the Board of Directors to decide the appropriate timing.
18. **Additional Securities Registration and Listing:** The General Meeting of Shareholders authorizes the Board of Directors to carry out procedures for Additional securities registration at the Vietnam Securities Depository and Clearing Corporation (VSDC); and Additional listing at the Hanoi Stock Exchange (HNX); in accordance with applicable laws after completion of the issuance.
19. **Amendment of the Company Charter:** Approval of amendments to the Company Charter (charter capital section) and adjustment of the Enterprise Registration Certificate in accordance with applicable laws and guidance of competent authorities.
20. **Authorization to the Board of Directors:**

The General Meeting of Shareholders authorizes the Board of Directors to decide on all matters relating to the issuance, including but not limited to:

- Approving and submitting issuance dossiers and explanatory documents to competent authorities; and making necessary adjustments as required by the State Securities Commission and other authorities.
- Deciding the record date for finalizing the list of shareholders entitled to participate in the share issuance for dividend payment for the year 2025.
- Determining measures to ensure foreign ownership limits in compliance with applicable laws.
- Amending provisions relating to charter capital, shares, and share capital structure in the Company's Charter in accordance with applicable laws and guidance of competent State authorities.

- Carrying out procedures for registration of changes in charter capital and amendment of the Enterprise Registration Certificate based on the actual results of the issuance, in compliance with applicable laws and guidance of competent State authorities.
- Implementing procedures, perform necessary tasks, and determine the appropriate timing for additional securities registration at the Vietnam Securities Depository and Clearing Corporation (VSDC) and additional listing at the Hanoi Stock Exchange (HNX) for the additional shares issued under the plan approved by the General Meeting of Shareholders, in accordance with applicable laws and guidance of competent State authorities.
- Handling other matters relating to the share issuance to ensure the successful implementation of the share issuance for dividend payment.
- Depending on specific circumstances, the Board of Directors may further authorize the legal representative to perform one or more of the aforementioned tasks

Article 6: Approval of the Principle for Charter Capital Increase

I/ Purpose of the Issuance:

To supplement capital for business operations, enhance financial capacity, increase operating capital scale, and meet the funding requirements for the Company's investment and business plans.

II/ General Information:

1. **Share name:** Shares of Development Investment Construction Hoi An Joint Stock Company
2. **Type of shares:** Ordinary shares
3. **Ticker symbol:** DIH
4. **Par value:** VND 10,000 per shares
5. **Current charter capital:** VND 68,941,640.000

III/ Expected issuance policy:

1. **Expected number of shares to be issued:** 4,000,000 shares
2. **Total expected issuance value at par value:** VND 40,000,000,000
3. **Issuance method:** The General Meeting of Shareholders ("GMS") shall approve the principle for charter capital increase through a share offering. The Board of Directors shall, based on actual circumstances, determine the appropriate issuance method in accordance with applicable laws, including public offering and/or private placement of shares.
4. **Issuance price:** The Board of Directors is authorized to determine the specific issuance price based on market conditions, the Company's capital demand, and in compliance with applicable laws and shareholders' interests.

5. **Offerees:** Specific investors/offerees shall be determined by the Board of Directors in accordance with the selected issuance method and prevailing laws.
6. **Expected implementation period:** Within the year 2026 and/or a timeline suitable for the Company's capital requirements.

IV/ Authorization to the Board of Directors:

The General Meeting of Shareholders approves the policy and authorizes the Board of Directors to organize and implement the issuance plan, including but not limited to the following tasks:

- To formulate a detailed issuance plan in compliance with legal regulations and the Company's actual conditions;
- To decide on the issuance method, target investors, criteria for investor selection, number of shares to be issued, issuance price, subscription ratio, issuance timing, and the plan for use of proceeds from the issuance;
- To proactively determine the appropriate implementation timing in accordance with market conditions; and to suspend, adjust, or terminate the issuance plan if market conditions are deemed unfavorable or the issuance is no longer appropriate;
- To amend and supplement the issuance plan as required by competent state authorities (if any);
- To carry out necessary procedures related to registration of the offering, additional securities registration, depository registration, and additional listing of newly issued shares in accordance with applicable laws;
- To carry out procedures for amendment of the Enterprise Registration Certificate relating to the charter capital increase upon completion of the issuance;
- To perform other related tasks necessary to ensure the successful implementation of the issuance in compliance with applicable laws;
- Depending on specific circumstances, the Board of Directors may authorize the legal representative of the Company to perform one or several of the above-mentioned tasks;
- Detailed matters relating to the implementation shall be considered and decided by the Board of Directors in accordance with actual circumstances and applicable laws.

Article 7: Implementation of the Resolution

The General Meeting of Shareholders authorizes the Board of Directors to direct the implementation of the resolutions in accordance with legal regulations and the Company's Charter on Organization and Operation.

Article 8: This Resolution takes effect from the date of signing.

All shareholders, the Board of Directors, the Board of Supervisors, the Board of Management, and relevant departments of DIC – Hoi An are responsible for implementing this Resolution./.

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

Recipients:

- As per Article 8;
- Filed in Archives.



Trần Đình Lợi

